



WILLIAM SMITH
COLLEGE
ALUMNAE ASSOCIATION

Bylaws

I. NAME

- a. The name of the Association shall be “The Alumnae Association of William Smith College.”

II. PURPOSE

- a. The purpose of the Alumnae Association of William Smith College (the “Association”) shall be to promote the interests of William Smith College and its Alumnae; to strengthen relations between the College and the Alumnae; to provide means and methods to enable Alumnae and the College to better understand and serve one another; and to work with the President of Hobart and William Smith Colleges, its Board of Trustees, Director of Alumni and Alumnae Relations, Office of Advancement, and the Hobart College Alumni Association in order to strengthen relations between the College and its Alumnae.

III. MEMBERSHIP

- a. The following individuals shall be entitled to membership in the Association:
 - i. All graduates of William Smith College;
 - ii. All non-graduates who have successfully completed at least one year of study at the College and whose class has graduated; and
 - iii. All former students of William Smith College recommended for membership by the Director of Alumni and Alumnae Relations and approved by the Executive Committee.
- b. Any member of the Association maintains the right to hold any Office or appointment as outlined herein.

IV. HONORARY MEMBERSHIP

- a. Any member of the Association who has met the criteria for membership set forth above, shall have the right to present the names of persons (“candidates”) to the Executive Committee of the Association for consideration of Honorary Alumna membership in the Association. The Executive Committee shall determine whether the individual so considered

shall be given the title of “Honorary Alumna Member” of the Association and all rights and privileges of such title.

- b. An Honorary Member of the Association does not have the right to a position on the Executive Committee of the William Smith Alumnae Association, but shall be eligible to participate in any committee as requested by the President.

V. EXECUTIVE COMMITTEE

- a. The Executive Committee of the Association shall be comprised of the offices of President, Vice President, Immediate Past President, Historian, and three Members At Large.
 - i. The Executive Committee shall exercise all powers of the Association.
- b. Officers of the Association
 - i. President
 1. There shall be one President of the Association who shall preside over all meetings of the Association. The President shall have the authority to create committees, and appoint chairs to those committees. The President shall also have the authority to dissolve any committee.
 2. The President shall be entitled to one vote on all matters decided by vote, and in the event of a vote resulting in a tie, shall have the right, but not the obligation, to break the tie by casting a subsequent vote.
 3. The President shall serve a term of two years. Upon completion of her term, the President shall serve as Immediate Past President for a two year term.
 - ii. Vice President
 1. There shall be one Vice-President of the Association. The Vice President shall preside over all meetings during which the President is absent. In the event the office of the President is vacant for any period of time, the Vice President shall assume all duties reserved for the President, until such time as the vacancy is filled.
 2. The Vice President shall be entitled to one vote on all matters decided by vote.
 3. The Vice-President shall serve a term of two years. Upon completion of her term, the Vice-President shall serve as President.
 - iii. Immediate Past President
 1. There shall be one Immediate Past President of the Association. The Immediate Past President shall be that individual who has most recently served as President of the Association. In the event the office of the President and Vice President are both vacant for any period of time, the Immediate Past President, in consultation with the Director of Alumni and Alumnae Relations, shall appoint an individual to serve as Interim President until such time as the vacancies are filled.
 2. The Interim President shall preside at all Association meetings during which the President and Vice President are

- both absent.
- 3. The Immediate Past President shall be entitled to one vote on all matters decided by vote.
- 4. The Immediate Past President shall serve a term of two years.
- iv. Historian
 - 1. There shall be one Historian of the Association. The Historian shall be responsible for recording, transcribing and disseminating minutes of each meeting.
 - 2. The Historian shall be entitled to one vote on all matters decided by vote.
 - 3. The Historian shall serve a term of one year with a limit of three consecutive years in office, however there is no lifetime limit on the number of terms served.
- c. Members At Large of the Association
 - i. There shall be three Members At Large of the Association. Members At Large serve the Association by assuming such duties as may be necessary from time to time.
 - ii. Members At Large shall each be entitled to one vote on all matters decided by vote.
 - iii. Members At Large shall serve a term of one year with a limit of three consecutive years in office, however there is no lifetime limit on the number of terms served.
- d. The Secretary of the Alumnae Association shall be the Director of Alumni and Alumnae Relations. The Director of Alumni and Alumnae Relations shall give appropriate notice of all meetings of the Association, shall keep the records of the Association, and be an ex-officio member of the Executive Committee and all committees of the Association. The Director of Alumni and Alumnae Relations shall perform such duties and exercise such other functions as the Alumnae Association may from time to time prescribe.
- e. Ex Officio Members of the Association
 - i. In addition to the Director of Alumni and Alumnae Relations serving as an ex officio member of the Association, the Associate Director of Alumni and Alumnae Relations shall also serve as an ex officio member of the Association and shall perform such duties and exercise such other functions as the Alumnae Association may from time to time prescribe.

VI. TERMS OF OFFICE

- a. The term of office of any member of the Executive Committee, committee member, or representative shall commence on July 1 and end on June 30.
- b. Unless otherwise specified herein, terms of office are for one year with no limitation on the number of terms served.

VII. APPOINTMENTS

- a. Office of Vice President
 - i. In the winter of the Vice President's second year of office, the Vice President shall solicit from members of the Association and the Director of Alumni and Alumnae Relations interest in the position of Vice President.
 - ii. At the Association's spring meeting of the Vice President's second year of office, the Vice President shall nominate the next Vice President of the Association which must be confirmed by a majority of the Executive Committee.
- b. Office of Historian and Members At Large
 - i. The President shall appoint the office of Historian and Members At Large from members of the Association so qualified to meet the needs of the Association at the time. Such appointments must be confirmed by a two-thirds majority (5 out of 7 minimum vote) of the Executive Committee.
- c. Committee Chairs
 - i. The President shall appoint the chairs of Association ad hoc committees (e.g., Centennial Committee) and non-succession based committees (e.g., excludes Honors Committee, DFA Committee etc.).
- d. Committee Members
 - i. The Committee Chair shall appoint the members of the committee to which they chair.
- e. Association Liaisons
 - i. A member of the William Smith Alumnae Association so nominated by the Heron Society Board shall serve as its liaison to the Executive Committee. The liaison's term shall be at the pleasure of the Heron Society Board.
 - ii. The William Smith Congress Vice President shall serve as its liaison to the Executive Committee. The Liaison's term shall be consistent with their term of office on William Smith Congress.
 - iii. The President reserves the right to accept individuals to serve as liaisons from organizations that represent specific groups of William Smith Alumnae. The Liaison's term shall be at the pleasure of the sponsoring alumnae organization.
- f. Secretary of the Association
 - i. The Director of Alumni and Alumnae Relations is appointed by the administration of the College subject to the advice and consent of the Alumnae Association Executive Committee. The Director of Alumni and Alumnae Relations shall be an employee of the Colleges.

VIII. VACANCIES

- a. In the event of a vacancy in the office of Vice President because of unplanned succession, resignation, or other disqualification, the seated President shall solicit interest from the Association and the Director of Alumni and Alumnae Relations and then nominate the next Vice President of the Association, which must be confirmed by a majority of the Executive Committee. The appointed Vice President shall complete the remainder of the vacated term.
- b. In the event of a vacancy in the office of Historian or Member At Large, the President shall solicit interest from the Association and then nominate an individual to fulfill the remaining term of office. Such nomination must be confirmed by a majority of the Executive Committee.

IX. COMMITTEES

- a. There shall be as many standing and ad hoc committees as deemed necessary by the Alumnae Association Executive Committee.
- b. As specified herein, the President may create additional standing and ad hoc committees
- c. Standing Committees
 - i. Honors Committee
 1. The Honors Committee is a succession-based committee made up of three members.
 2. Each member serves a three year term.
 3. The third year of the committee member's term, the member will serve as Chair.
 - ii. Local Committee
 1. The Local Committee is made up of an open number of Association members who live in proximity to Hobart and William Smith Colleges.
 2. Proximity to campus is determined by the Director of Alumni and Alumnae Relations.
 3. As long as the member lives in proximity to campus, the member can serve an unlimited number of terms.
 4. The President of the Association appoints the Local Committee Chair from the members of the Local Committee.
 - iii. Heritage Committee
 1. The Heritage Committee is made up of one Chair and four to five members representing various decades to ensure that the ongoing and evolving life of the College is preserved and represented.
 2. The Chair will make every effort to appoint members in a manner which allows for a range of decade representation, ensuring that a broad spectrum of class experiences will be

- captured.
 - 3. A student representative will be selected with recommendation from the Dean's Office and Alumni House.
 - 4. The term of office shall commence July 1 of the first year and end on June 30 of the third year. The term of office is for one year with no limitation on the number of terms served.
- d. Ad Hoc Committees
 - i. There shall be as many ad hoc committees as deemed necessary by the President. Generally, such ad hoc committees are dissolved once the work of the committee is complete.
 - e. Committee Chairs shall be responsible for reporting to the Association during each meeting or as directed by the President.

X. CHAPTERS and CLUBS

- g. William Smith Chapters or Clubs exist in order to promote alumnae interests in areas where there are a sufficient number of interested alumnae to form a chapter or club.

XI. ADVISORY GROUPS

- a. There shall be one Advisory Group of the Association. These Advisory group shall provide counsel to the Executive Committee when requested or offered.
 - i. Alumnae Advisory Board
 - 1. Shall be all Past Presidents of the William Smith Alumnae Association.

XII. MEETINGS

- a. There shall be at least one meeting of the Association during each academic semester of the College. There shall also be as many other meetings annually as the President in her sole discretion shall call.
- b. Additional meetings of the Association may be called at any time for good cause.
- c. Notice of each meeting shall be given in writing, inclusive of electronic communication, to each member at least one week prior to the date of meeting.
- d. Emergency meetings may be called for cause in which case notification by telephone or email will be deemed valid.
- e. Members of the Executive Committee shall be entitled to vote electronically on issues requiring vote. A two-thirds minimum of votes (5 out of 7) must be cast to constitute a valid election or action requiring a vote. In the event an action requiring vote results in a tie, the result will be considered a defeat of the action put before it.
- f. All meetings of the Association are open to the membership of the

Association, except for Executive Committee meetings and standing committee meetings.

- g. All meetings of the Association shall have minutes available that reflect, at a minimum, the actions taken at that meeting.

XIII. ASSOCIATION TRUSTEES

- a. Upon completion of their term as President, and unless otherwise precluded by conflict, the outgoing President shall be nominated by the Association to serve as the William Smith Alumnae Association Trustee for a term of four years. Such nomination is subject to the appointment in accordance with the By-Laws of the Board of Trustees of the Colleges of the Seneca.
- b. In the event the Past President declines the opportunity to serve as Association Trustee, or is unable to serve (which must be communicated as soon as possible; preferably prior to January 1 of the calendar year in which a new Trustee is to come on board), the Executive Committee, in consultation with the Director of Alumni and Alumnae Relations and the Chair of the Board of Trustees, shall nominate a member of the Association of suitable character and experience to serve as the William Smith Alumnae Association Trustee subject to the appointment in accordance with the By-Laws of the Board of Trustees of the Colleges of the Seneca.
- c. Each Association Trustee shall make every attempt to provide regular written or oral reports to the Alumnae Association regarding matters which are being considered by the Board of Trustees of Hobart and William Smith Colleges.
- d. When appropriate and in furtherance of their service on the Board of Trustees, Association Trustees shall solicit the opinions of the officers and members of the Association regarding alumnae affairs.

XIV. AMENDMENTS TO SECTIONS I - XIV

- a. Amendments to sections I through and including XIV of this document may be made at any time with the approval of two-thirds of the William Smith Alumnae Association Executive Committee (5 out of 7 vote minimum).

XV. JOINT ALUMNI AND ALUMNAE ASSOCIATIONS EXECUTIVE COMMITTEE

- a. Membership
 - i. All members of the Hobart Alumni Association Executive Committee and the William Smith Alumnae Association Executive Committee shall serve on the Joint Alumni and Alumnae Associations Executive Committee.
 - ii. The Director of Alumni Relations, Director of Alumni and Alumnae Relations, and the Associate Director of Alumni/ae

Relations shall serve as ex officio members of the Joint Alumni and Alumnae Association Executive Committee and shall perform such duties and exercise such other functions as the Alumni and Alumnae Associations may from time to time prescribe.

b. Joint Committees

- i. The Joint Alumni and Alumnae Associations Executive Committee may create joint ad hoc and joint standing committees.
- ii. The Presidents of the Associations may appoint the chair(s) of non-succession based joint committees.

iii. Chair(s) of Joint Committees

1. Joint Committee Chair(s) shall be responsible for reporting to the Association during each meeting. The Joint Alumni and Alumnae Association Executive Committee shall have the sole right to engage one or more co-chairs as they deem necessary.
2. Joint Committee Chairs of ad hoc and non-succession based committees (e.g., excludes DFA) shall serve a one year term with no limitation on the number of terms served.

iv. Joint Standing Committees

1. There shall be as many joint standing committees as deemed necessary by the Joint Alumni and Alumnae Associations Executive Committee. As specified herein, the Joint Alumni and Alumnae Associations Executive Committee may create additional joint committees.

a. Distinguished Faculty Award Committee

- i. The Distinguished Faculty Award Committee is a succession-based committee made up of three members from the Hobart Alumni Association and three members of the William Smith Alumnae Association.
- ii. Each member serves a three year term.
- iii. In the third year of their term they will serve as co-chair with their coordinate committee member.

v. Joint Ad Hoc Committees

1. There shall be as many joint ad hoc committees as deemed necessary by the Joint Alumni and Alumnae Association Executive Committee. Generally, such joint ad hoc committees are dissolved once the work of the committee is complete.
2. Appointments to such joint ad hoc committees are made jointly by the Presidents of the Associations.

c. Liaisons

- i. The Presidents of the Associations may jointly call for

representatives to serve as liaisons to the Joint Alumni and Alumnae Associations Executive Committee from organizations that represent specific groups of Hobart Alumni and William Smith Alumnae.

- ii. The Liaison's term shall be consistent with the term of office associated with the sponsoring alumni and alumnae organization.

d. Meetings

- i. There shall be at least one meeting of Joint Alumni and Alumnae Associations Executive Committee each year.
- ii. Additional meetings of the Joint Alumni and Alumnae Associations Executive Committee may be called at any time for good cause.
- iii. Meetings shall be jointly presided over by the Presidents of the Associations. Should the President not be present, succession follows the respective Association's governance document.
- iv. Notice of each meeting shall be given in writing, inclusive of electronic communication, to each member at least one week prior to the date of meeting.
- v. Emergency meetings may be called for cause in which case notification by telephone or email will be deemed valid.
- vi. Members of the Joint Alumni and Alumnae Associations Executive Committee shall be entitled to vote electronically on issues requiring vote. A two-thirds minimum of votes (10 out of 14) must be cast to constitute a valid election or action requiring a vote. In the event an action requiring vote results in a tie, the result will be considered a defeat of the action put before it.
- vii. All meetings of the Joint Alumni and Alumnae Associations are open to the membership of the Associations, except for Executive Committee meetings and standing committee meetings.
- viii. All meetings of the Joint Alumni and Alumnae Associations Executive Committee shall have minutes available that reflect, at a minimum, the actions taken at that meeting.

XVI. AMENDMENTS TO SECTIONS XV - XVI

Amendments to sections XV through and including XVI of this document may be made at any time with the approval of two-thirds of the Joint Alumni and Alumnae Associations Executive Committee