

# **Constitution of the Campus Club at Cornell Inc.**

(Approved May 31, 2023, via Online Voting)

## **Article I – Name**

This organization shall be known as the Campus Club at Cornell Inc., a tax-exempt non-profit organization under section 501(c)(3) of the Internal Revenue Code. It may also be referred to as the Campus Club or the Club.

## **Article II – Purpose**

The purpose of the Campus Club at Cornell Inc. shall be to promote the social and cultural interests of women, to extend a welcome to newcomers and to promote wider acquaintances and friendship.

## **Article III – Executive Board Officers**

Section 1. The elected officers of the Campus Club shall be known as the Board, consisting of: President, Vice President, Secretary, Treasurer, Activity Chair, Social Chair, Program Chair, Membership Chair, and Publicity Chair.

Section 2. Duties of the officers are defined in Article III of the Bylaws

Section 3. The officers shall be elected by the membership at an Annual Election and shall not be eligible to succeed themselves, unless approved by the Board. Officers shall be nominated by the Board from the membership.

Section 4. The elected officers shall be known as the Board of the Campus Club at Cornell Inc. The Board shall be the policy-making body of the Club.

Section 5. The immediate past president of the Campus Club shall be an ex-officio member of the Board.

Section 6. Participation by teleconference or other electronic or digital means in any regular or special meeting of the Board is permissible if all persons participating in the meeting simultaneously can hear or read each other's communications during the meeting. Such participation by teleconference or other digital means shall constitute the presence of the member at the meeting and shall entitle the member to vote.

## **Article IV – Committees**

Section 1. There shall be a Program Committee selected by the Program Chair and may include Board members as well as at-large members of the club. They will develop a schedule of programs/lectures and present it to the Board for approval, in time to be included in the annual schedule of events and activities.

Section 2. There shall be a Nominating Committee headed by the most recent Past President.

Section 3. Any other committees deemed necessary may be appointed by the President.

## **Article V – Membership**

Section 1. Eligible for membership are women of the Cornell community and/or women of the Ithaca area interested in the program/lectures, social events and activities sponsored by the Campus Club at Cornell Inc.

Section 2. Membership is attained and retained by the payment of annual dues. An individual may be reinstated to paid membership status upon payment of dues for the current program year. Membership year will run from September 1<sup>st</sup> through August 31<sup>st</sup>.

Section 3. For any social event for which an invitation will be sent, the paid member list as confirmed by Membership Chair and Treasurer will be the basis for the invitation. The current Board will determine the date of membership eligibility to be used for any invitation.

Section 4. Those who have paid dues by March 15 of the current program year shall have voting privileges at the Annual Election held in April or May.

## **Article VI – Dues**

Section 1. Prior year members shall be sent the schedule of events and activities for the upcoming program year prior to registration for Activity Groups at the Fall Open House. Dues may be mailed to Campus Club at Cornell Inc. in advance of Fall Open House, paid online or paid at the time of registration.

Section 2. All individuals participating in Activity Groups are required to be members by paying annual dues to the Treasurer of the Campus Club.

## **Article VII – Meetings**

Section 1. A schedule of programs/lectures and social events of the Campus Club at Cornell Inc. shall be announced in the Fall. Announcements of meetings shall be made on the Campus Club website, through its Listserv and in local media.

Section 2. Each Activity Group shall decide upon the date, time, and place of its meeting and shall publicize this information to its members.

Section 3. The Annual Election shall be held in either April or May at the discretion of the Board. At this Election members will vote on the slate of officers and any changes to the Constitution or Bylaws.

Section 4. Special meetings may be held at the request of the President or a majority of the Executive Board or at the request of twenty-five (25) club members.

## **Article VIII – Groups**

### Section 1. Activity Groups

- A. All participants in Activity Groups must be members of the Campus Club at Cornell Inc. and are subject to the policies established by the Board.
- B. All Activity Groups shall maintain open membership. Any group with closed membership will lose the sponsorship of Campus Club.
- C. Campus Club at Cornell Inc. limits the participation in our Activity Groups to our members. While we welcome visitors to our Activity Groups at all times, we will limit the visits to one visit per Activity Group. After the initial visit, participants must become members of Campus Club at Cornell Inc.

### Section 2. Service Groups

Participation or sponsorship with local service groups needs the approval of the Board of the Campus Club at Cornell Inc. (i.e. City Federation of Women's Organizations, Friends of the Library)

## **Article IX – Amendments**

Section 1. This Constitution may be amended at any Annual Election or Special Meeting by a two-thirds vote of those members voting. The Annual Report, any proposed amendment(s) and the slate of officers shall be submitted to the members at least two weeks in advance of the voting.

Section 2. This Constitution may also be amended by submitting proposed amendments and ballots via a mailed ballot or a secure online voting/polling application. A two-thirds majority of those returning ballots (completing mailed or online ballots) within a two-week period is necessary to amend.

## **Article X – Exempt Purposes**

### Section 1: Disposal of Property at Dissolution

If, for any reason, the Campus Club at Cornell Inc. is disbanded, after paying or adequately providing for the debts and obligations of the Club, the Board shall determine the distribution of the remaining assets to one or more exempt entities with the same general aims and purposes as the Campus Club at Cornell, Inc., and within the meaning of the Internal Revenue Code.

### Section 2: Non-inurement

No part of the net earnings of the organization may inure to the benefit of any member or officer of the Campus Club at Cornell Inc. or to any private individual other than reasonable compensation paid for services rendered to or for the organization. No member or officer of the Club will be entitled to a share in the distribution of any of the assets upon dissolution of the organization.

### Section 3: Restrictive Legislation

The Club will not devote funds or activities to influencing legislation or political campaigns.

# **Bylaws of the Campus Club at Cornell Inc.**

(Approved May 31, 2023 via Online Voting)

## **Article I – Dues**

Annual dues shall be reviewed by the Board each year along with a preliminary budget in June. Any update to annual dues deemed necessary to successfully deliver the objectives and programs of the Campus Club at Cornell Inc. will be published in the Fall Brochure, Membership Form and on our website.

## **Article II - Executive Board**

Section 1. The Executive Board shall have general charge of the affairs of the Campus Club at Cornell Inc. and shall approve any contribution made from general funds.

Section 2. A majority of the Board (six officers) shall constitute a quorum for the transaction of business at any meeting.

Section 3. Terms of Office:

3.1 President, Vice President, and Immediate Past President are one-year terms unless the Board agrees to extend any of the terms by an additional year.

3.2 The Vice President is in effect President Elect, serving one year as Vice President and the second year as President, and the third year as Immediate Past President, unless the Board agrees to extend any of the terms by an additional year.

3.3 Secretary, Treasurer, Activities Chair, Social Chair, Program Chair, Membership Chair, and Publicity Chairs serve a two-year term. If approved by the Board, they may be reelected for an additional term.

3.4 Terms of officers begin on June 1. Incoming Board members are invited to participate in Board meetings starting in February/March in order to facilitate transitions.

## **Article III - Duties of Officers**

Section 1. The President shall preside at all meetings of the Campus Club at Cornell Inc. and the Executive Board. She is an ex-officio member of all committees. The President is empowered to fill any vacancies on the Board after suggestions from the Board have been considered.

Section 2. The Vice President shall assist the President and preside in her absence. The Vice President is responsible for the historical file and archives. She will oversee Campus Club's relationships with Service Groups.

Section 3. The Secretary shall record all meetings and send copies of all minutes to the Board members. She shall maintain the records of the Campus Club.

Section 4. The Treasurer shall be responsible for:

- collection of dues working with the Membership Chair, payment of bills, financial record keeping using a spreadsheet program, and a monthly financial report, including the calendar year end report as of May 31.
- preparing materials for an internal audit to be conducted annually between May 31, and July 15.

- submitting required forms to the IRS prior to the due date, (January 15th), consistent with the Club's August 31st fiscal year end, to maintain sales tax exempt status.

Section 5. The Activity Chair shall initiate and coordinate Activity Groups. She shall serve as a liaison between the Board and the Activity Groups. She shall coordinate inputs from Activity Groups for the Newsletter.

Section 6. The Social Chair shall make all arrangements for the social events, namely, the Fall Open House, Winter Tea, and Spring/Summer Fling and any other social events approved by the Board.

Section 7. The Program Chair shall arrange the programs and lectures of the Campus Club, publicize the events when appropriate to the general public, and provide necessary details to the Membership Chair for distribution via the Listserv.

Section 8. The Membership Chair shall:

- keep the membership file up-to-date and report paid membership numbers to the Board.
- provide mailing labels when required.
- Maintain the Campus Club's Listserv and notify members of upcoming programs and events via the Listserv.
- supervise the distribution of the Fall Brochure and other Campus Club PR materials.

Section 9. Publicity Chair shall be responsible for editing and formatting the Fall Brochure, Annual Newsletter, Annual Report, and other publicity materials as needed. They may also manage the distribution of publicity materials and maintain the Club's social media accounts if appropriate.

#### **Article IV—Guests**

Guests are welcome at the lectures of the Campus Club at Cornell, as all are open to the public. Members may invite guests to events as approved by the Board.

#### **Article V – Amendments**

The Bylaws may also be amended by submitting proposed amendments and ballots via a mailed ballot or a secure online voting/polling application. A two-thirds majority of those returning ballots (completing mailed or online ballots) within a two week period is necessary to amend.

#### **Article VI – Membership List**

The membership list shall not be released to any organization or individual outside the Board, without the approval of the Executive Board.

## **Article VII - Operating Procedure**

Section 1. The Board may clarify the wording of the Constitution with a simple majority vote of those in attendance and voting at any Annual Meeting provided that the intent of the Constitution is not changed. The membership shall retain the option of requesting a full ballot vote.

Section 2. An audit of the finances of the Club for the 12 months prior to May 31<sup>st</sup> will be performed annually. The audit should be performed by a Campus Club member who does not sit on the current Board or an appropriate non- interested third party appointed by the President.