

**BYLAWS  
ALUMNI ASSOCIATION  
COLLEGE OF GRADUATE STUDIES  
THOMAS JEFFERSON UNIVERSITY**

**ARTICLE I  
NAME**

The name of this association shall be the Alumni Association of the College of Graduate Studies.

**ARTICLE II  
OBJECT**

The purpose of the Association shall be 1) to encourage a continuing relationship between the school and its graduates, among graduates, and between graduates and students; 2) to assist the graduate school to further its goals of improved educational and research activities for students and alumni through meetings and other forms of communications.

**ARTICLE III  
MEMBERS**

Section 1. The membership of this Association shall consist of Active and Honorary Members.

Section 2. Active members shall be graduates of the College of Graduate Studies of Thomas Jefferson University or its predecessor--the Jefferson Medical College through the Board for the Regulation of Graduate Studies in the Medical Sciences or any persons who have completed at least one year of postdoctoral training through Thomas Jefferson University. Any such person of good standing is a member. Members in good standing shall have any rights, titles, or interest in the property or the funds of the Association, be eligible for office, or have the right to vote.

Section 3. Honorary Members shall consist of persons not eligible for membership. Trustees of the University, graduates of other accredited graduate institutions, Chairpersons of University Departments with graduate programs, or persons who have given exceptional service or honor to the College of Graduate Studies may be recommended by the Board of Directors for Honorary Membership, and elected by a two-thirds vote of the members present. Honorary Members shall have the right to attend meetings and other functions and to speak, but not to make motions, or vote, or hold office.

## ARTICLE IV OFFICERS

Section 1. The officers of the Association shall be a President, a President-Elect, a Secretary, and a Treasurer. These officers shall perform the duties prescribed by these Bylaws and adopted by the Association.

Section 2. Terms of officers shall be two years.

Section 3. In case of vacancy in the office of the President, the President-Elect shall assume the office of the President. In case of vacancies in any office of the Association, the Board of Directors, by a majority vote of five or more members, present and voting, shall have the power to fill that office for the unexpired term.

## ARTICLE V DUTIES OF THE OFFICERS

Section 1. The President shall carry out the directives of the Board of Directors and the directives passed by the Association at its meetings. The President shall preside at all meetings of the Board of Directors and at all meetings of the Association. The President shall have the power to call special meetings of the Board of Directors. The President must call a meeting of the Board of Directors at the written request of four members of the Board of Directors. The President also shall have the power to call special meetings of the Association. The President must call a meeting of the Association at the written request of fifteen of its members. The President shall be a member, ex officio, of all committees.

Section 2. The President-Elect shall perform any duties assigned by the President. The President-Elect assumes the office of the President when the President's term expires or a vacancy occurs.

Section 3. The Secretary shall take and keep Minutes of the proceedings of the Association. The Secretary shall keep the Minutes of the Board of Directors and keep a record of attendance of the members of the Board of Directors. The Secretary shall obtain the records of the proceedings of all committees so that a record of all Association activities may be preserved. The Secretary shall send notices of annual and special meetings of the Association to all members. Notices of annual meetings shall be sent at least three weeks prior to the date of the meeting, stating the time and place, and have printed upon these notices any proposed amendments of the Bylaws that have been properly presented to the Board of Directors. The Secretary shall send notices to all members of the Board of Directors of all meetings of the Board two weeks before each meeting. The Secretary shall keep a file of the Bylaws and have copies printed for distribution to any member on request. The Secretary shall make available upon receipt of a written request the records of the Association to any member in good standing.

Section 4. The Treasurer, except as otherwise directed by the Board of Directors, shall receive all money due the Association and shall make disbursements only upon previous authorization by the Board of Directors. The Treasurer shall make a report of the finances of the Association at the Annual Meeting.

ARTICLE VI  
THE BOARD OF DIRECTORS

Section 1. The policy and directives of the Association shall be administered by a Board of Directors, composed of 12 members.

Section 2. Members of the Board of Directors must be nominated according to the procedure prescribed by these Bylaws and must be elected by a majority of the members present and voting at the Annual Meeting. Those elected are to serve for five years.

Section 3. The Board of Directors or its designees shall have the power to direct and manage all the affairs of the Association.

Section 4. Five members of the Board of Directors shall constitute a quorum.

Section 5. The Board of Directors shall consider and adopt such plans as shall best accomplish the objectives of the Association.

Section 6. It shall be their duty to determine the qualifications of applications for Honorary Members. They shall have the power to reprimand, suspend, or expel any member. The right of appeal of such action(s) shall be extended to the affected member.

Section 7. The Board of Directors shall hold quarterly meetings during the College year, except when, in the judgment of the President, the business at hand is not sufficient to justify the quarterly meeting.

Section 8. They shall adopt such rules and regulations for their government as shall, in their opinion, be deemed best, provided always that such rules and regulations in no way conflict with the Bylaws of the Association.

Section 9. It shall be their duty to make a report at each Annual Meeting of the business transacted by them during the year.

Section 10. They shall make recommendations for amendments of the Bylaws when necessary for better conduct of the business of the Association.

Section 11. Special meetings of the Board of Directors may be called by the President or upon written request of four of its members.

Section 12. Notice of Special meetings of the Board of Directors must be sent to each member of the Board of Directors by the Secretary at least one week before the time is set, together with a statement of the exact business to be transacted at such special meeting.

Section 13. The Board of Directors shall receive all reports of Standing and Special Committees, and shall either accept or reject them. The Board of Directors has the power of final decision on recommendations of any Committee. If an impasse should occur, the President is empowered to appoint a Special Committee to reconsider the matters in question and to report their findings to the Board of Directors.

Section 14. The Board of Directors shall have the power to fill all vacancies that occur.

Section 15. The Board of Directors shall have the power to approve or disapprove establishment of Branch Chapters of the Association and to settle any dispute concerning the territory boundaries of a Branch Chapter. Branch Chapters shall be subject in all matters to the jurisdiction of the Board of Directors, in accordance with these Bylaws; the Bylaws of Branch Chapters must not conflict with those of the Association in any respect. The Board of Directors shall have the power to dissolve any Branch Chapter if,

in their opinion, it is not pursuing the objects purposes of the Association, or its continuation is not in the best interests of the Association. All such actions may be appealed to the membership of the Association at the Annual Meeting.

Section 16. The actions of the Board of Directors are subject to review by the members of the Association at its Annual Meeting. Any motion to reverse an action of the Board of Directors which receives a majority of votes of those present and voting at the Annual Meeting will be voted upon by the membership at large via a mail ballot. A decision on this motion will be by a majority vote of those responding to the mail ballot.

#### ARTICLE VII COMMITTEES

Section 1. The President shall appoint as a Standing Committee a Nominating Committee and any other Standing Committee that may seem appropriate.

Section 2. Special Committees: For the better execution of their powers and duties, the President or the Board of Directors may authorize the appointment from their own members or from among the members of the Association of such committees as the Board of Directors deems necessary and desirable. Also a Special Committee or Special Committees may be appointed by the Association at the Annual Meeting or at a Special Meeting.

ARTICLE VIII  
DUTIES OF STANDING COMMITTEES

The Nominating Committee shall consist of at least three and not more than five members; at least one member must be a past President. The Chairman of the Committee shall be a member of the Board of Directors. It shall be the duty of the Nominating Committee to select and present to the Association at the Annual meeting a slate of nominees of active members of the Association in good standing for membership on the Board of Directors. It shall also be the duty of the Nominating Committee to select a slate of nominees for officers of the Association.

ARTICLE IX  
ELECTION

Section 1. The names of the nominees for the Board of Directors shall be presented individually as nominees to the Association at the Annual Meeting which is held at a date selected by the Board of Directors. After the report is read and before a vote is taken the presiding officer must call for nominations from the floor. The vote will be taken separately for each position. A majority vote of those members present and voting is necessary for election. In the case of a tie or dispute the presiding officer's decision will prevail.

Section 2. The officers of the Association will be elected by the Board of Directors from their numbers. The election will be held during the first meeting of the Board of Directors following the Annual Meeting.

Section 3. Candidates for the Board of Directors will be elected each year, as described in Article VI, Section 2. to serve five year terms. The number of candidates elected must be sufficient to maintain the membership of the Board of Directors at 12 as required in Article VI, Section I.

ARTICLE X  
PARLIAMENTARY AUTHORITY

Section 1. The Rules in the Current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules or order the Association may adopt.

ARTICLE XI  
AMENDMENT OF BYLAWS

Section 1. Any proposed amendment or amendments shall be presented to the Board of Directors at any regular meeting and when so presented shall be noted in the minutes of the meeting without any further action at said meeting. A copy of such proposed amendment or amendments shall be sent by the Secretary, by mail to all the members of the Board of Directors.

Section 2. At this subsequent meeting, under unfinished business, the Board of Directors may take action on the proposed amendment of amendments which have been presented. A majority vote of the Board of Directors members present and voting is necessary for preliminary approval. Proposed amendments must be printed on the notice of the meeting which is sent to each member of the Association at least thirty days prior to the Annual Business Meeting, and for adoption, require a two-thirds vote of the members present and voting at that meeting.

Bylaws Amended January 2005