

THE ASSOCIATE ALUMNI OF THE GENERAL THEOLOGICAL SEMINARY

THE CONSTITUTION

ARTICLE I

OBJECTS

The objects of the Association of Alumni are to cherish a spirit of mutual interest and union among its members, to advance the cause of theological learning and evangelical truth and piety, and to promote the advantage of the General Theological Seminary. (Articles of Incorporation, Constitution and By-Laws, 1889).

ARTICLE II

MEMBERSHIP

- A. Membership: All Alumni graduates or matriculated former students are considered to be active members of the Associate Alumni of the General Theological Seminary and entitled to all the rights and privileges thereof.
- B. Honorary Membership: Those so elected shall be entitled to attend and speak with permission of the chair but not to vote at the meetings of the Alumni and shall not be eligible to hold any office in the organization.
 - 1. Faculty members who are not Alumni of the General Theological Seminary may upon nomination by the Executive Committee be elected at the Annual Meeting to Honorary Membership in the Associate Alumni with all the rights and privileges thereof.
 - 2. Clergy and Laypeople who are not Alumni but who have shown an active interest in, and concern for the life and work of the Seminary may, upon nomination by the Executive Committee, be elected at the Annual Meeting to Honorary Membership in the Associate Alumni with all the rights and privilege thereof.

ARTICLE III

OFFICERS

A. The Officers of this Association shall be:

1. A President
2. A Vice-President
3. A Secretary

B. The Officers of this Association shall hold office for two years, and may be reelected only once.

ARTICLE IV

DUTIES OF OFFICERS

- A. It shall be the duty of the President to preside at all meetings, services, banquets, reunions and other gatherings of the Association.
- B. In the absence of the President, the Vice-President assumes the duties of the President. In the absence of the President and Vice President, the Secretary assumes the duties of the President. In the absence of all Officers, any member of the Executive Committee may call the assembly to order for the election of a presiding officer.
- C. It shall be the duty of the Secretary to make a faithful account of all the proceedings of the Association, and the Executive Committee, of which such person shall act as Secretary. The Secretary shall also notify all committees of their appointments, of the duties assigned them, and of the time at which they are expected to report.

ARTICLE V

EXECUTIVE COMMITTEE

- A. There shall be elected nine members from the Alumni Association called representatives who, with the President, Vice-President, Secretary and the Provincial Representatives shall be the Trustees of the Association as

provided for in the Articles of Incorporation, and shall as therein directed, manage the affairs and business of the Association.

- B. These Trustees shall be known as the Executive Committee, and the nine elected members shall be divided into three classes, to serve successively three years. No person may serve more than two successive terms.
- C. The Executive Committee may appoint one Provincial Representative for a three-year term as representative of each Province of the Episcopal Church. Each member so appointed shall be resident in a Diocese of the Episcopal Church within the Province that the appointee will represent. Persons so appointed shall therefore be called Provincial Representatives. All such Provincial Representatives shall have a voice and a vote in all procedures. Those appointed shall assume office on January 1, of the year following their selection.
- D. It shall be the duty of the Provincial Representatives to forward the interests of the Seminary in every way possible and act as liaisons between the Association and its members in the respective Provinces.
- E. The Executive Committee shall also contain the Director of Alumni Relations who shall serve as the staff liaison for the Executive Committee of the Association of the Alumni of the General Theological Seminary and shall have voice with permission of the chair, but no vote, in all procedures.

ARTICLE VI

ELECTIONS

- A. A Nominating Committee shall be formed from the Executive Committee. Nominations for members of the Executive Committee shall be solicited from all Alumni of the Seminary. The Executive Committee will make the effort to invite both ordained and lay persons. The Nominating Committee shall also consider nominees for the Board of Trustees and shall present to the Executive Committee a slate of candidates for both the Executive Committee and the Board of Trustees. At the time of voting, additional nominations may be submitted. The Alumni Association will elect the Executive Committee and the Alumni representatives to the Board of Trustees. The ballot may be either paper or electronic.
- B. In all voting matters, one more than 50% shall constitute a majority.

- C. Members of the Executive Committee shall be elected by ballots distributed to all Alumni electronically or otherwise. The Executive Committee shall certify the results. Those elected shall assume office on January 1 of the year following their election.
- D. The President and/or Director of Alumni Relations shall notify the candidates and all other Alumni of the outcome of the election.
- E. At a meeting during the first October following election, the Executive Committee shall nominate and elect the officers of the Association. Those elected shall assume office on January 1 of the year following their election.
- F. At each Annual Meeting upon nomination by the Executive Committee shall be elected a Necrologist to serve until the next Annual Meeting.
- G. All members of the Executive Committee, Officers of the Association, and Provincial Representatives shall continue to hold office until those elected or appointed in accordance herewith take office as provided herein.

ARTICLE VII

ANNUAL MEETINGS

- A. The Annual Meeting of the Association shall be held at a date and time during the year, as specified by the Executive Committee, which shall also have the responsibility for making all necessary arrangements for the meeting. Due notice of the meeting shall be sent to all members of the Association. In this and all matters, due notice shall be a minimum of four weeks.

ARTICLE VIII

AMENDMENTS

- A. This Constitution may be amended by a vote of a majority of the members present at any Annual Meeting, provided that such amendment is not contrary to any provision of the Articles of Incorporation. Due notice of the Amendment shall be given to all members. In this and all matters, due notice shall be a minimum of four weeks.
- B. In all voting matters, one more than 50% shall constitute a majority.

THE BY-LAWS

ARTICLE I

ORDER OF BUSINESS

The order of business of the Annual Meeting shall be as follows:

1. Opening devotions
2. Reception of the Graduating Class into the Associate Alumni
3. Reading of the minutes of the last Annual Meeting
4. Report of the Secretary
5. Report of the Executive Committee
6. Report of Committees
7. Appointment of Committees
8. Miscellaneous business

ARTICLE II

QUORUM

At all meetings of the Association ten (10) active members shall constitute a quorum for the transaction of business.

ARTICLE III

THE EXECUTIVE COMMITTEE

- A. The Executive Committee shall meet annually at least three times between Annual Meetings upon written notice from the Secretary at least four weeks before each meeting. Members may meet electronically or by phone provided that one meeting per year must be attended in person. Five members shall constitute a quorum for the transaction of business. Special meetings may be called at the discretion of the President or in the President's absence the Vice-President.
- B. The Executive Committee shall have power to fill vacancies in its own number and in the case of the death or resignation of any other officers of the Association or Provincial Representatives or Alumni Board of Trustee members, to fill such vacancy for the unexpired term.

- C. The Executive Committee shall as provided, have power to make nominations for Alumni elected members to the Board of Trustees of the Seminary.
- D. The Executive Committee shall report to the Association at each Annual Meeting.
- E. Shall any member of the Executive Committee miss three consecutive meetings the position on the committee is forfeit. The vacancy shall be filled by the Executive Committee.

IV

ELECTION OF SEMINARY TRUSTEES

- A. Nominations for members of the Board of Trustees of the General Theological Seminary to be elected by the Alumni shall be made each year by the Nominating Committee. The effort will be made to include nominees that span the classes.
- B. Those nominated in the Episcopal Order must be graduates of the Seminary, and Bishops of the Episcopal Church in the United States of America in good standing.
- C. Those nominated in Clerical Orders must be graduates or former students of the Seminary or a Church in Communion with the Episcopal Church with at least an academic year in residence at the Seminary, and must hold a certificate or a degree from the Seminary and be in good standing in the Clerical Orders of the Episcopal Church.
- D. Those nominated in the Laity must be communicants in good standing of the Episcopal Church or a Church in Communion with the Episcopal Church. They must have matriculated at the seminary and be graduates of the seminary.
- E. No one shall be re-nominated who has served two consecutive terms as an Alumni elected trustee. Persons in this category must be off the Board for minimum of one year before again becoming eligible for nomination.
- F. The Executive Committee shall form from its number the Nominating Committee to select nominees from the various classes for approval by the full committee. The President shall secure permission of those selected to be nominated. When their consents have been received their names shall be reported to the Executive Committee.

- G. A ballot shall be prepared of those so approved by the Alumni Executive Committee and sent to all Alumni. The ballot shall provide for write-in candidates. Completed ballots shall be returned to the Director of Alumni Relations who shall tally them. The Executive Committee shall certify the election. The Director of Alumni Relations shall report the election results to the Alumni.
- H. An Officer shall notify those elected and the other nominees of the results and also communicate to the Secretary of the Board of Trustees the names of those elected.

IV

AMENDMENTS

- C. The By-Laws may be amended at any Annual Meeting of the Association by a majority vote of the members present. In all voting matters, one more than 50% shall constitute a majority. Due notice of the Amendment shall be given to all members. In this and all matters, due notice shall be a minimum of four weeks.