Executive Summary
Penn Alumni
By-law Revision

April 7, 2015

In February of 2014, the Penn Alumni Executive Committee and the staff of the Office of Alumni Relations met and discussed the possible need for changes to the Penn Alumni By-laws, last revised in 2009. Members of the Executive Committee were selected to serve on a Task Force which would review the entire document and suggest changes, if necessary, to ensure that the By-laws be reflective of current Penn Alumni Board activities and governance, and the relationship between Penn Alumni, the alumni community and the University of Pennsylvania.

The following will give an overview and summary of the revisions proposed as amendments to the By-laws, following review by the Task Force:

First, “Penn Alumni” is used to refer to the organization known as “Penn Alumni” throughout the document (Article I).

The “Objectives and Purposes” of Penn Alumni are expanded to reflect current practices and goals of the organization, including Penn Alumni’s support of continuing education opportunities for its constituents (Article III).

Clarification is provided regarding who is eligible to be a member of Penn Alumni. Eligibility is expanded to be more inclusive and the membership is made more representative of Penn’s diverse constituents (Article IV).

Clarification is provided with regard to eligibility for the Presidency of Penn Alumni. This position must be filled by a present voting member of the University’s Board of Trustees, who is serving - or has served - as an Alumni Trustee (Article V, Section A). Further clarification is given regarding the selection process for the President; selection is made by the Penn Alumni Nominating Committee in conjunction with the Office of the University Secretary.

The appointment of Vice Presidents (2 or 3) as officers and of additional non-officer members to the Executive Committee (2 or 3) is now mandated (Article V, Section A). The Chair of the Awards and Resolutions Committee is now also included as a member of the Executive Committee (Article VIII, Section A).

Clarification is made regarding the Penn Alumni Executive Secretary. The Executive Secretary must be a University employee appointed to this position by the University and does not have voting rights on the Executive Committee, Penn Alumni Board of Directors, or any Penn Alumni Committee (Article V, Section A).
Membership in the Penn Alumni Board of Directors is expanded to be more inclusive and more representative of Penn’s diverse constituents (Article VI). Additionally, if any alumni group represented on the Penn Alumni Board of Directors has co-chairs, both are designated as members of the Penn Alumni Board. (Note: The expansion of the membership of the Penn Alumni Board of Directors is especially important as the Council of Representatives, which has not formally met in recent years, will be disbanded upon the adoption of the new governance. Any Council of Representatives members who are not included on the Board of Directors as expanded under the proposed revisions, will continue to be invited to participate in all alumni activities, including the Board meetings held at Homecoming and Alumni Weekend, and will be served by the staff of the Office of Alumni Relations.)

Term limits are clarified regarding the Executive Committee, Board of Directors, and Penn Alumni committee memberships (Article VI, Section D and Article VIII, Section E).

Provisions are made for the adjournment of Penn Alumni’s Annual Meeting in the unlikely event that it cannot be held during Alumni Weekend (Article VI, Section E).

A definition is provided for “Shared Interest Groups”, a new category of Penn Alumni associations recently recognized by the Office of Alumni Relations and the University (Article VII, Section A). Shared Interest Groups are defined as “groups of alumni who wish to form an alumni group around a common interest arising, for example, from their Penn co-curricular activities or professional career experience.”

Clarification is made regarding the Penn Alumni Executive Committee’s ability to act on behalf of the Board of Directors. (Note: Only a vote of the Board of Directors can amend the Penn Alumni By-laws.) (Article VIII, Section A)

Allowance is made for telephonic meetings of the Executive Committee. (The Board of Directors may only have in-person meetings, however, due to the larger number -- relative to the Executive Committee -- of members needed for a quorum.) (Article VIII, Section A)

A quorum is specified regarding votes by the Executive Committee. (Note: All votes of the Executive Committee must be by majority of those present.) (Article VIII, Section A)

Clarification is provided regarding selection standards for Alumni Awards of Merit, Young Alumni Awards, and Commendations by the Awards and Resolutions Committee (Article VIII, Section A).

Clarification is provided regarding the procedures for the election of Alumni Trustees (Article X, Section C). The Penn Alumni Nominations Committee will work with the Office of the University Secretary in the selection of candidates. In addition, the responsibilities of Alumni Trustees are more clearly defined, so that Alumni Trustees will be able to act as representatives of Penn Alumni to the University’s Board of Trustees and to their fellow Penn Alumni, most effectively.

Specification is provided regarding the manner in which notice may be given for Board of Directors meetings and proposed amendments to the Penn Alumni By-laws. Notice may be given through printed or electronic publication (Article XII).