

UNIVERSITY OF REDLANDS ALUMNI ASSOCIATION CONSTITUTION

ARTICLE I MISSION

We engage, connect, and inspire Alumni in a lifelong experience that fosters meaningful relationships, continuous learning, and lasting impact in support of one another and the University.

ARTICLE II MEMBERSHIP

Section I

Any person upon whom the University has conferred an earned degree, credential, certificate or honorary degree, is a member of this Association.

Section II

Any person who has attended the University of Redlands, Johnston College, San Francisco Theological Seminary, or Presidio Graduate School, for at least one term and whose entering class or program has graduated, is a member of this Association. Upon the granting of full approval by the U.S. Department of Education of the proposed merger by and between the University of Redlands and Woodbury University, any person who has attended Woodbury University for at least one term and whose entering class or program has graduated, shall also be a member of this Association.

Section III

Individuals may be elected to honorary membership in this Association by a two-thirds vote of the members present at any annual or special meeting of the Association or by a two-thirds vote of the Alumni Association Board of Directors, hereinafter known as the Board.

Section IV

We understand the term Alumni to be all-inclusive and gender nonspecific and use the term throughout this Constitution and the Bylaws as such.

ARTICLE III OFFICERS

Section I

The Officers of this Association shall be a President, Past President, President-Elect and the Executive Director of Annual Giving and Alumni Engagement.

Section II

The President shall:

1. Preside at all meetings of the members of the Association and serve as Chair of the Board.
2. Serve as a voting member of the Board of Trustees of the University, subject to approval by the Board of Trustees.
3. Report on the activities and actions of the Association and Board at regular meetings of the Board of Trustees.
4. Appoint all Board committees, Committee Chairs and task forces.
5. Appoint a Secretary of the Board responsible for taking minutes at all meetings of the Board.
6. Preside at meetings of the Executive Committee and Committee Chairs.
7. Serve as an ex officio member of all committees.

8. Perform such other duties as usually attend the office of President.

Section III

The President-Elect shall:

1. Serve the Association as Vice Chair of the Board and as a member of the Executive Committee.
2. Act for the President in their absence.
3. Serve as an ex officio member of all committees.
4. Perform such other duties as usually attend the office of President-Elect.

Section IV

The Past President shall:

1. Serve the Association as Past President of the Board and as a member of the Executive Committee.
2. Act for the President in their absence.
3. Serve as an ex officio member of all committees.
4. Perform such other duties as usually attend the office of Past President.

Section V

Subject to the advice of the Board of Directors, and at the direction of the Vice President for Advancement as sole supervisor, the Executive Director of Annual Giving and Alumni Engagement supports the Association by the following actions:

1. Maintains the books and records of the Association in cooperation with the Business Office.
2. Ensures a complete record of all members of the Association together with their latest known addresses, in cooperation with University Advancement.
3. Acts as a representative of the Alumni to the University Administration and as a representative of the University Administration to the Alumni.
4. Edits and publishes the official publications of the Association.
5. Helps facilitate Board and Association projects, programs, and initiatives.

ARTICLE IV GOVERNING BODY

Section I

There is hereby constituted a Board to govern this Association. Membership of said Board shall consist of the following: President, President-Elect, Past President, Executive Director of Annual Giving and Alumni Engagement and not less than 18 or more than 38 Directors.

Non-voting members of the Board shall include the President of the University, the Vice President for Advancement, the President of Town & Gown, the President of the Maroon & Grey Student Ambassadors (MGSA), and the President of the Redlands Student Government (RSG).

Section II

The Directors may include any members of the Association specified in Article II. In selecting Directors, due regard shall be given to the distribution of campuses, colleges, schools, and programs attended, of degrees, credentials, and certificates obtained, and of graduation years. Overall diversity of the Board will be considered when selecting Directors.

Section III

Effective July 1, 2027, the term of office for President shall be two years. The President may not be re-elected to an additional term. No Director may serve more than one term as President or President-Elect. At the end of the President's term, the President shall become the Past President of the Board, and the President-Elect shall become the President of the Board.

The term of office for President-Elect and Past President shall be one year. Effective July 1, 2027, the President-Elect shall serve during the second year of the President's term and the Past President shall serve during the first year of the President's term.

The term of service for a Director shall be three years. A Director may serve a second consecutive three-year term upon nomination by the Nominations Committee and subsequent approval by the Board. That Director then shall not be eligible to serve another term on the Board until a period of at least three years has passed from the end of that Director's previous term; once reelected, the Director may serve no more than two more three-year terms only. In any case, a Director shall be limited to four three-year terms.

Only those Directors elected to the Executive Committee may serve in excess of these term limits, but only to the extent so permitted by their terms of office specified herein.

For the purpose of determining terms served, the one-year term of a MGSA President will not reduce the eligibility of the Director elected under this provision to serve full three-year terms immediately following the completion of the one-year special term.

Section IV

Officers and Directors shall assume official duties upon July 1 of each year.

Section V

Each year Directors must attend all Board meetings, participate in committees, and contribute financially to the University of Redlands. Any Director who fails to attend three consecutive meetings without good cause shall be considered to have resigned from the Board. Any Director and Officer may be removed from office for good cause shown, by a two-thirds vote of the Board, provided they are given an opportunity to be heard before the Board. The President shall immediately notify such Director of the termination of their office.

In the event the President is removed from office, the President-Elect shall automatically become President, completing the remainder of the former President's term, and then serving their own two-year term. In the event there is not presently a President-Elect, the Past President shall call for a special election to elect a new President, who shall then complete the remainder of the former President's term, and then serve their own two-year term.

In the event the President-Elect is removed from office, the President shall call for a special election to elect a new President-Elect.

Section VI

The Board is charged with governing the activities of the Association in accordance with the Constitution and Bylaws.

Section VII

A simple majority of the full membership of the Board shall constitute a quorum to transact business.

ARTICLE V EXECUTIVE COMMITTEE

Section I

The President, President-Elect or Past President, and the Executive Director of Annual Giving and Alumni Engagement shall serve as an Executive Committee to further the goals and aims of the Association, and to carry out the programs, policies, and directives of the Board. Committee Chairs may also be asked to serve on the Executive Committee as non-voting members at the request of the Executive Committee. The Executive Committee shall meet throughout the year at such times as the President and the Executive Director of Annual Giving and Alumni Relations consider necessary.

Section II

Under the direction and leadership of the President, the Executive Committee shall devise and support plans which maximize awareness of the Association, individual Alumni, the University of Redlands, its faculty, and programs. In executing this responsibility, the committee will support the preservation and conveyance of the history of the University, its people, its environment, and the Association.

Section III

The actions of the Committee shall be reported to the Board at the next meeting of the full Board.

ARTICLE VI STANDING COMMITTEES

Section I

The President of the Association shall appoint members of the Board to serve on the Standing Committees of the Board. The President shall also appoint, and may remove, Chairs of the Standing Committees. Committee Chairs must be Board members. Committee membership, while primarily consisting of Board members, is open to non-Board, non-voting members upon invitation.

Section II

The Board may add or discontinue Standing Committees, upon a majority vote of the quorum, as the needs of the Association change. The names and purposes of the Standing Committees shall be set forth in the Bylaws.

ARTICLE VII LOCAL CLUBS

Section I

Members of the Association may form local clubs for the purpose and on terms not in conflict with the purposes and policies of the Association.

ARTICLE VIII NOMINATION AND ELECTION

Section I

On or before January 31 of each year, the President, with the approval of the Executive Committee, shall designate a Director who shall chair a Nominations Committee of five additional Directors and the Executive Director of Annual Giving and Alumni Engagement or a University employee serving in the Office of Alumni Engagement. The Nominations Committee shall select sufficient candidates to assure a full complement of Directors and nominate those candidates for election by majority vote of the quorum. As a part of the candidate selection process, the committee may seek the guidance and assistance of other Board committees and other appropriate individuals and organizations.

The Nominations Committee will recommend to the Board each year that the President of MGSA be elected to a one-year term on the Board upon graduation.

Section II

In the first year of the President's term, the Nominations Committee shall select one or more candidates for the office of President-Elect. Individuals to be considered for this position are (1) current Board members who have served at least one full year of their current term or (2) members of the Association whose recent service on the Board would enable them to assume the responsibilities of this position. Any individual who serves on the Nominations Committee who intends to or does name themselves as a candidate for the office of President-Elect shall be required to recuse themselves from the President-Elect nominations process. Said individual will still be permitted however to continue in their Nominations Committee duties of electing new members to the Board.

Section III

The Chair of the Nominations Committee shall present the candidates for President-Elect and Board membership to the Board for election by majority vote of the quorum.

Section IV

Following their election by the Board, the President-Elect and new Directors shall be introduced to the members of the Association in a subsequent issue of the Och Tamale or similar Association publication.

Section V

Should a vacancy occur on the board for any reason, the Nominations Committee may recommend a candidate to fill the vacancy. Election of the candidate to the Board requires a unanimous vote of the Officers.

The term of service for a Director who is filling a vacancy will end on the date that the term of service the Director's predecessor would have ended had the vacancy not occurred. The Director is then eligible to serve another term pursuant to the guidelines set forth in Article IV, Section III.

ARTICLE IX MEETINGS

Section I

The Board shall meet at least three times per year. The time, place and notice of such meetings shall be fixed by the Board. Special meetings may be called by the President, upon a majority vote of the Board, or upon request by the President of the University. Any member of the Association is welcome and encouraged to attend any meeting of the Board.

ARTICLE X AMENDMENTS

Section I

The Executive Committee may convene an ad hoc committee, chaired by either the Past President, President-Elect or a Board member of the Executive Committee's choosing, to review and recommend to the Board specific amendments to the Association's Constitution, with the advice of University Administration and the Board of Trustees.

Section II

Should the aforementioned ad hoc committee recommend amendments to this Constitution, then all proposed amendments shall be submitted in writing to the Board for review and recommendation for final adoption. If the Board, by majority vote of a quorum of the Board, elects to formally recommend the proposed amendments for adoption, it shall then cause notice of the proposed amendments to be made available to all Association members as follows: Such notice shall be made at least 30 days prior to either a regular or special meeting of the Board at which the vote to formally adopt the amendment(s) is scheduled; it shall contain the full text of the proposed amendments as well as the date, place and time of the meeting at which the vote to formally adopt the amendment(s) is scheduled; it can be made through any official publication of the University or the University's website, or both.

Section III

The Board can formally adopt, by majority vote of the quorum, the proposed amendments at the meeting designated by the notice prescribed in Section II, above. Amendments adopted in this manner shall be effective immediately unless provided for otherwise in the text of the amendment.

ARTICLE XI BYLAWS

Section I

The members of the Association hereby empower the Board to pass such Bylaws as it deems necessary for the proper governance of the Association and carrying out of its duties under this Constitution. The Bylaws may be amended by a majority vote of the quorum.

Section II

Any and all Bylaws shall be kept on file at the Office of Alumni Engagement and any member of the Association may inspect the Bylaws or receive a copy of the Bylaws upon request.

Revisions: 1950, 1956, 1964, 1970, 1978, 1984, 1987, 1995, 1999, 2003, 2005, 2010, 2012, 2018, 2023, 2026.