

Wellesley Alum Pride Alliance

Bylaws

Adopted April 26, 2017

Article I – Name and Purpose

Wellesley Alum Pride Alliance (WAPA) was founded to strengthen the connection of alums self-identifying as lesbian, gay, bisexual, transgender, queer, intersex, asexual, or a different gender and/or sexual minority (hereafter referred to as LGBTQ+) to each other, the College, and current as well as prospective students. WAPA supplements the connections of the Wellesley College Alumnae Association (WCAA), classes, and geographic clubs. Our purpose is to facilitate networking, mentoring, and career development opportunities for the LGBTQ+ community while maintaining communication between LGBTQ+ alums and current and prospective students.

Article II – Membership and Composition

Section 1. Members. Any alum of Wellesley College, as defined by the WCAA Bylaws, who self-identifies as LGBTQ+, is considered to be a member of WAPA, unless they notify the WCAA office otherwise. Any alum of Wellesley College who does not self-identify as LGBTQ+ but self-identifies as an ally to LGBTQ+ people may become a member of WAPA upon request.

Section 2. Honorary Members. Any person nominated for honorary membership by the Governing Board of the WAPA may become an honorary member upon election by a two-thirds majority of the vote of the members. Honorary members are non-voting members of WAPA.

Section 3. Membership Revocation. Any WAPA member may be removed, only with cause, by unanimous vote of the Governing Board.

Article III – Governing Board and Officers

Section 1. Governing Board Composition. The administration and general management of the WAPA will be vested in a Governing Board, composed of elected officers and at-large representatives. The Governing Board shall have no more than 18 members.

Section 2. Qualifications and Tenure of Governing Board Members. Any person who is a member of the WAPA may serve on the Governing Board. Governing Board members shall serve for a three-year term, beginning July 1. No Governing Board member may serve more than two full terms in the same position.

Section 3. Officers. The WAPA officers shall be a President, Vice President for Programs, Vice President for Membership, Vice President for Communications, Secretary, and Treasurer.

Section 4. Duties of Officers.

a. President. The President will provide the executive leadership to the organization. The President shall call and preside over meetings of the Governing Board and the membership; keep informed of College and WCAA activities and policies; and ensure the information is disseminated appropriately to the WAPA. The President acts as a liaison between the WAPA and the WCAA and submits an annual report of the organization's activities to the WCAA office as required. In consultation with the Governing Board, the President shall appoint the chairs of all committees, and shall serve *ex officio* on all committees, except the nominating committee.

b. Vice President for Programs. The Vice President for Programs oversees the program activities of the organization in furtherance of its mission and purpose. The VP for Programs works closely with regional and local representatives to plan and implement WAPA programs; maintains a calendar of activities; and provides this information to the Vice President of Communications for inclusion in appropriate communications vehicles. The VP for Programs fulfills the duties of the President in the President's absence.

c. Vice President for Membership. The Vice President for Membership is responsible for promoting and enhancing the participation of members in the WAPA through creative and effective member recruitment, tracking, and engagement initiatives. In addition, the VP for Membership will be responsible for board development; cultivation of graduating seniors; outreach to lost members; maintenance of a comprehensive networking directory of members; and development of tangible membership benefits. The VP for Membership will also maintain contact with current LGBTQ+ student organizations at Wellesley.

d. Vice President for Communications. The Vice President for Communications oversees the organization's communications vehicles, including websites, newsletters, and/or social media. The VP for Communications prepares and submits WAPA notes for the Wellesley magazine; and works with the other Governing Board members to collect

and appropriately disseminate information about WAPA, the College, WCAA, and campus activities.

e. Secretary. The Secretary shall preserve all minutes, notices, and copies of communications, publications, and documents of importance to the WAPA. The Secretary shall oversee the Governing Board election process as well as serve as the point person for scheduling meeting locations and compiling the agenda, in consultation with the other officers.

f. Treasurer. The Treasurer shall oversee all WAPA financial matters in accordance with WCAA guidelines. The Treasurer shall prepare and submit an annual financial report to the Governing Board and the members before the annual meeting.

Section 5. New Officers. New positions may be added to the Governing Board upon their necessity and a clear outlining of their tasks. A two-thirds vote of the board is needed to add new positions.

Section 6. At-Large Representatives. At-Large Representatives shall represent regions and reunion cycles. They shall be liaisons between the Governing Board and the members in their designated region or reunion cycle and, at a minimum, shall promote the WAPA, help plan and implement activities, and facilitate communication among members, WCAA clubs, and others in the region.

a. Regional Representatives: Regional Representatives shall be appointed by the Governing Board. The Governing Board shall determine the number and boundaries of the regions and shall make adjustments in the regions when necessary.

b. Reunion Cycle Representatives: Representatives shall be appointed by the Governing Board to represent each set of classes attending reunion together (classes ending in 0 and 5; 1 and 6; 2 and 7; 3 and 8; 4 and 9). The representatives should be members of the graduating classes in their designated reunion cycle.

Section 7. Resignation and Removal. Any WAPA Governing Board members may resign with a written resignation delivered to the President of the organization. Such resignation is effective upon receipt unless it is specified to be effective at a later time. Any WAPA Governing Board member may be removed, with or without cause, by affirmative vote of all other members of the Governing Board. The Governing Board shall have the authority to fill any vacancies for the remainder of the term.

Article IV – Committees

Section 1. Standing Committees. There shall be the following standing committees:

- a. Nominating Committee.** It shall be the duty of this committee to nominate a slate of candidates for officers, which shall then be confirmed by the members (see Article VI). The Governing Board shall appoint at least three members to serve as the nominating committee; the terms shall be determined by the Governing Board.

- b. Programs Committee.** The Vice President for Programs shall chair the Programs Committee. It is the duty of the committee to plan and implement programs and activities and to share best practices for programs among the regions.

Section 2. Special Committees. The President in consultation with the Governing Board may appoint special committees and designate their purpose and term.

Article V – Meetings

Section 1. Governing Board Meetings. The Governing Board shall meet at least twice a year either in person, by telephone, or online. Telephone conference calls and online meetings are valid substitutes for meetings in person. Meetings of the Governing Board shall be held whenever called by at least two officers. Two-thirds of the Governing Board shall constitute a quorum.

Section 2. WAPA Meetings. There shall be at least one meeting of the WAPA annually, generally held during Reunion. Meetings may be in person or by electronic or other means.

Section 3. Special Meetings. The Governing Board may call special meetings to be held whenever the need arises. Notice of the meetings shall be mailed or emailed by the Secretary to the members at least 10 days in advance of the meeting. The notice shall also include the date, time, and purpose of the meeting.

Section 4. Special Resolutions. The Governing Board may submit resolutions to WAPA members by mail or electronic mail. Communications to the members concerning resolutions shall include the text of the resolution, briefly stating its effect and purpose. Notice of the resolution shall be sent by the Secretary at least 10 days prior to the date by which completed ballots must be received in order to be counted.

Section 5. Quorum. One-tenth of all members of WAPA shall constitute a quorum for regular and special meetings. A simple majority is required for passage. Any member's failure to vote will constitute a "yes" vote.

Article VI. Nominations and Elections.

Section 1. Nominations. The Nominating Committee shall nominate a slate of candidates for officers. Nominations for officers may also be made by at least 15 members of the WAPA and submitted to the Nominations Committee at least 10 days before the election is scheduled to take place. The complete list of candidates shall be posted before the election is held.

Section 2. Elections. Elections shall be held after Reunion and before July 1; the date shall be determined by the Nominating Committee in conjunction with the Governing Board and announced at the latest at the Annual Meeting, generally held during Reunion. Voting may be conducted online and/or by written ballot. All officers shall be elected by a plurality of all votes cast. New officers shall begin their terms on July 1.

Article VII – Finances

Section 1. Fiscal Year. The fiscal year of this organization shall coincide with the WCAA's July 1 – June 30 fiscal year.

Section 2. Bank Accounts. The Governing Board reserves the right to set up bank accounts to further the purpose of WAPA.

Section 3. Contributions. The opportunity to contribute generally to the WAPA or to specific projects of WAPA is available at any time. The Governing Board may establish special designations to recognize financial contributors.

Section 4. Dues. The Governing Board may establish dues to fund the organization's proposed programs. Payment of dues is not required for membership.

Article VIII – Compliance with WCAA

To maintain the status as an Affinity Group of the Wellesley College Alumnae Association and be officially recognized, WAPA must be renewed with the WCAA at the time and frequency

determined by the WCAA. WAPA shall comply with all requirements established by the WCAA for Affinity Group renewals and operations.

Article IX – Limitations

Section 1. Purpose. WAPA is organized and shall be operated exclusively for charitable and educational purposes as a supporting organization of the Wellesley College Alumnae Association.

Section 2. Activities. WAPA shall not circulate propaganda or otherwise attempt to influence legislation, nor shall it participate in, or intervene in, any political campaign on behalf of a candidate for public office (including the publishing or distribution of statements). The WAPA shall not perform any other activities not permitted by (a) a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law) or (b) a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law).

Article X – Amendments

These Bylaws may be amended at any business or special meeting provided that:

- (1) Notice and full text of the proposed amendment is provided to the WAPA membership at least 10 days before the meeting at which the action is to be taken; and
- (2) Two-thirds of the ballots cast favors the amendment.

Article XI – Dissolution

If the WAPA is not renewed by the WCAA or voluntarily is dissolved by its members, all of its net assets shall be distributed to the College to be used for a purpose specified in writing by the Governing Board at the time of dissolution.