

ASSOCIATION OF YALE ALUMNI

CONSTITUTION

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Article I. Name, History, and Authorization

The name of this association shall be the Association of Yale Alumni.

The Association was established by the adoption of a Constitution by the Founding Board of the Association on August 11, 1972 pursuant to the Charter authorization of the President and Fellows of the Yale Corporation contained in their resolution approved on October 4, 1971 and by the approval of that Constitution by the Corporation on October 13, 1972.

The Constitution has been amended by approval of the Corporation in November 1980, June 1988, June 1990, December 1999, February 2003, April 2005, and December 2008.

Article II. Purposes

The purposes of the Association shall be to serve the interests of Yale University and of its alumni; to provide a channel of communication between the alumni and the University; to oversee alumni organizations and programs; and to provide the means (when appropriate) for examining University policies and programs by the alumni and advancing appropriate recommendations from the alumni, through their representatives, to the Corporation. The AYA fosters lifelong connections to Yale, both to serve its graduates and to enable them to be effective contributors to the University.

Article III. Membership

All persons having spent at least one term as a degree candidate at Yale University, and such other persons studying at Yale University as the Board of Governors of the Association may from time to time determine, such as post-doctoral fellows; international affiliates; World Fellows; or post-graduate students not seeking a degree at Yale University, are Members of the Association.

Only holders of degrees earned at Yale shall be eligible to serve as delegates to the Assembly of the Association or as members or officers of the Board of Governors of the Association.

Article IV. Assembly

Section 1. Powers and Duties

The Assembly of the Association shall be the body of representatives of the Association and shall have the duty of implementing the purposes of the Association as set forth in Article II hereof. Said representatives of the Association are referred to as delegates, and as the Assembly delegates, in this Constitution. The Assembly delegates shall elect the elected members of the Board of Governors of the Association.

Section 2. Delegates – General

Except for student delegates and ex officii delegates, the term of each delegate comprising the Assembly shall be three years, commencing July 1 of the year of selection and expiring June 30 three years thereafter.

No such delegate shall be eligible to serve for more than one full term except after a lapse of three years from the end of such person's last service, if such last service was begun as a full term, except that when a delegate is to be selected by a Yale College Class of fewer than 100 surviving members, the current delegate may serve a successive term if the Board of Governors determines that a good faith effort to obtain another delegate has been made and that no other delegate is readily available.

Each undergraduate Assembly delegate who is a student delegate of the Senior, Junior, and Sophomore Classes shall serve a one-year term beginning July 1 of the year in which such Class begins its academic year, except the term of the Senior Class delegate shall terminate upon the graduation of the Class.

Each ex officio delegate shall serve as such during the term of office on which ex officio status as a delegate is based. If a delegate is duly selected by a club, association, or group, the fact that such delegate may be a member of another club, association, or group shall not impair the right of such other club, association, or group to select the delegate or delegates to which it is entitled.

Each Assembly delegate who is a student delegate of a graduate and professional school shall serve a period of one year, provided, however, that any such delegate shall be immediately eligible for a second or third year as such if during such second or third year the delegate continues to be a graduate or professional school student.

Section 3. Delegates - Class

Each class that graduated from Yale College, having surviving members in any year, shall be entitled to one Assembly delegate. That delegate shall be selected by the class or combined classes in such manner as the class provides. For the purposes of this Section 3, classes that combined Yale College and Sheffield Scientific School shall be deemed to have graduated only from Yale College.

For each class or group of classes entitled to an Assembly delegate, the Secretary of such class shall serve as an ex officio delegate to the Assembly.

The records of the University shall be determinative of all questions of class membership for the purposes of this Section 3.

Section 4. Delegates – Regional

The United States, its Territories and Canada shall be divided into geographical regions, each of which shall include a Yale club or association (among which shall be the Yale Club of New York City) and the boundaries of and the Member population of which shall be determined by the Board of Governors of the Association.

Each such region in which fewer than 1,000 Members reside shall be entitled to one Assembly delegate, who shall be selected by the Yale club or association for that region in such manner as it may provide.

Each such region in which 1,000 or more Members reside shall be entitled to two Assembly representatives, who shall be selected by the club or association in such region in such manner as it may provide.

The president of each Yale club or association shall serve as an ex officio delegate to the Assembly.

The rest of the world shall be divided into potential Yale club geographical regions normally along boundaries that correspond to countries, regions, or major cities. As Yale alumni activities develop in such countries, regions, and cities, a group of Members may apply to the Board of Governors for designation as a Yale club or association based on geography or locale. In determining whether to approve such application, the Board of Governors may consider whether such group has demonstrated consistent leadership and sustained activity, and whether the interests of the alumni and Yale University would be served by recognizing such group as a club or association, among other factors.

Once so designated, any such Yale club or association shall have the same right to select Assembly delegates as is provided for clubs within the United States, its Territories and Canada.

A group of Members within the United States, its Territories, or Canada may apply to the Board of Governors for recognition as a new Yale club or association based on geography or locale. In determining whether to approve such application, the Board of Governors may consider whether such group has demonstrated consistent leadership and sustained activity, and whether the interests of the alumni and Yale University would be served by recognizing such group as a club or association, among other factors.

Student Members attending Yale University shall not be counted in determining the number of Assembly delegates from regional clubs or associations.

The Board of Governors of the Association may develop guidelines regarding Yale clubs and associations for the Executive Director of the Association to use in carrying out the Executive Director's duties.

Section 5. Delegates - Graduate and Professional

Members who are alumni of the graduate and professional schools shall be entitled to that number of Assembly delegates produced according to a ratio derived from comparing the number of alumni of such graduate or professional school to the average class size of a current graduating Yale College class, said ratio to produce that number of delegates that is no fewer than the numbers set after the names of each school below. The Board of Governors of the Association may increase the number of delegates for any School below if such increase is appropriate to reflect the number of such School's alumni. The records of the University shall be determinative of all questions of alumni status for the purposes of this Section 5. Such delegates shall be selected by each such School and/or by its alumni association, if any, in such manner as the School and its alumni association may provide.

School of Architecture	Three
School of Art	Three
Divinity School	Six
School of Drama	Three
School of Engineering and Applied Science	Three
School of Forestry and Environmental Studies	Three
Law School	Twelve
School of Management	Four
School of Medicine	Six
School of Music	Three
School of Nursing	Three
School of Public Health	Three
Graduate School of Arts and Sciences	Twenty

The president of the alumni association of each of the graduate and professionals schools, as listed above, if any such association exists, shall serve as an ex officio delegate to the Assembly. If no such alumni association exists for a School, then the Dean of the School may appoint a leader of its alumni to serve as an ex officio delegate.

Section 6. Delegates - Student

The then-sitting Senior Class at Yale College shall be entitled to two student delegates to the Assembly, one of whom shall be the Class Secretary and the other of whom shall be the Class Treasurer. The then-sitting Junior and Sophomore Classes at Yale College shall each be entitled to one student delegate to the Assembly, each of whom shall be selected by the particular class from among its membership. The graduate and professional students at Yale University shall be entitled to two student delegates to the Assembly, one of whom shall be a graduate student and one a professional student, and each of whom shall be nominated by

the officers of the Graduate and Professional Student Senate and approved by a majority of the Graduate and Professional Student Senate at an official Senate Meeting.

Section 7. Delegates – Interest Groups

A group of Members may apply to the Board of Governors of the Association at any time for designation as a Yale Shared Interest Group (“SIG”) based on an interest shared by those Members. In determining whether to approve such application, the Board of Governors may consider whether such group has demonstrated consistent leadership and sustained activity, and whether the interests of the alumni and Yale University would be served by recognizing such group as a club or association, among other factors.

Each such SIG so designated, with an enrollment of fewer than 1,000 Members, shall be entitled to one Assembly delegate, who shall be selected by it in such manner as it may provide.

Each such SIG so designated, with an enrollment of 1,000 or more Members, shall be entitled to two Assembly delegates, who shall be selected by it in such manner as it may provide.

For purposes of this Section 7, the Member population of each such SIG so recognized shall be determined by the Board of Governors of the Association, except that the records of such SIG may be consulted by the Board of Governors of the Association concerning questions of enrollment of Members in that SIG.

Student Members attending Yale University shall not be counted in determining the number of Assembly delegates from SIGs.

The president of each such SIG so recognized shall serve as an ex officio delegate to the Assembly.

The Board of Governors of the Association may develop guidelines regarding SIGs for the Executive Director of the Association to use in carrying out the Executive Director’s duties.

Section 8. Delegates-at-Large

There shall be no more than sixty Assembly delegates-at-large, all of whom shall be appointed by the Board of Governors without regard to any geographical, organizational or other classification of delegates. Except for the filling of vacancies, not more than twenty such delegates-at-large shall be appointed each year.

Section 9. Delegates - Ex Officiis

In addition to ex officii Assembly delegates provided for elsewhere in this Article IV, the Chair of the Development and Alumni Affairs Committee of the Yale Corporation, the Chair of the Yale Alumni Fund, the Chair of the Yale Development Board, the Chair of Yale Alumni Publications, Inc. and the President of the University Council shall each be an ex officio Assembly delegate.

Each ex officio Assembly delegate shall be entitled to the full voting rights and other privileges enjoyed by all other Assembly delegates.

Section 10. Delegates - Vacancies and Failure to Select Delegates

Whenever a vacancy shall occur as to an Assembly delegate, it shall be filled as the appropriate Board committee for that constituency shall direct in a manner not inconsistent with the By-laws, save that if any class, region or graduate or professional school alumni association fails to select a delegate to which it is entitled, the Board of Governors of the Association may without further notice select said delegate from among Members eligible to represent that constituency.

Article V. Board of Governors

Section 1. Powers and Duties

The Board of Governors of the Association shall be the executive committee of the Assembly of the Association; shall participate in the nomination of candidates for election as Alumni Fellow to the Yale Corporation as hereinafter provided; shall elect the Chair, Vice-Chair and other officers of the Board and of the Association and its Assembly; shall advise the Chair of the Board in the appointment of Committee memberships and chairs; shall have the power to adopt, alter or amend the Association's By-Laws as set forth therein, shall have those powers and duties set forth elsewhere in this Constitution, and shall perform such other functions as the Assembly may require and approve.

Section 2. Composition

The Board of Governors shall consist of eighteen members elected by the Assembly as provided in the By-Laws; up to six members appointed by the Board of Governors; the Chair, the Vice Chair, such other officers as may be provided in the By-Laws, and eight ex officio members (who shall have full voting and other rights): The Chair of the Development and Alumni Affairs Committee of the Yale Corporation (or such successor committee of the Yale Corporation or other committee subsequently designated by it to oversee alumni affairs), the Chair of Yale Alumni Publications, Inc., the President of the University Council, the Chair of the Yale Development Board, the Immediate Past Chair of the Association of Yale Alumni, the latter for a two-year term, the Secretary of the Yale College Senior Class, the President of the Yale College Council, and one representative from the student body of the graduate or professional schools as selected by the Graduate and Professional Student Senate annually. Each elected member of the Board of Governors shall be elected for a three-year term, and each appointed member of the Board of Governors shall be appointed for a three-year term, except as provided in the By-Laws.

Article VI. Committees of the Board of Governors

Section 1. Standing Committees

There shall be the following standing committees of the Board of Governors:

A Committee for the Nomination of Alumni Fellows consisting of the whole Board (or of at least six members of the Board having at least one full year remaining to serve as may be designated by the Board no later than July in each year), one fellow of the Yale Corporation and members of said Committee ex officii as set forth in the miscellaneous Regulations of the Yale Corporation, which shall nominate candidates for election to the office of Alumni Fellow of the Yale Corporation in accordance with such miscellaneous Regulations. If said Committee consists of less than the whole Board, its members shall be divided into two classes so that the terms of one-half of the members of the Committee shall expire in each year.

A Board of Governors Nominating Committee consisting of not fewer than three Members, none of whom shall be members of the Board of Governors, which shall be responsible annually for selecting and presenting to the Assembly annually nominees for election to those Board positions as are elected by the Assembly.

A Committee on Appointments consisting of not fewer than three members of the Board of Governors, which shall be responsible for selecting and presenting to the Board of Governors from time to time nominees for appointment to those Board positions as are appointed by the Board.

A Yale Medal Committee consisting of not fewer than six members (in addition to members ex officii, from the Yale Corporation, and from the faculty and others at the University as hereinafter provided) which shall make nominations for receipt of the Yale Medal on the basis of outstanding service to the University. The members ex officii, from the Corporation and from the University shall be as follows:

1. The members ex officii (in addition to the Chair and the Vice-Chair of the Board of Governors) shall be the Executive Director of the Association, the Provost, the Secretary, the University Officer for Development and the Assistant to the President of the University.
2. One member from the Corporation shall be appointed by the Board of Governors for a one-year term; and
3. Three members from among the faculty and others at the University shall be appointed by the Board of Governors for a one-year term.

Nominations for members to be appointed from among Corporation members and the faculty and others at the University shall be submitted by the Secretary of the Yale Corporation to the Board of Governors no later than April 15 in each year, and appointments shall be made by the Board of Governors at its next succeeding meeting. Each member of the Committee appointed from among Corporation members and the faculty and others at the University may be reappointed for two additional consecutive terms but shall not thereafter be eligible for reappointment except after a lapse of one year.

Other standing committees shall be established by action of the Board pursuant to the By-Laws authority provided in Article VIII herein, except that this authority to establish or change standing committees shall not be applicable to the Committee for the Nomination of Alumni Fellows, the Board of Governors Nominating Committee, and the Yale Medal Committee.

Section 2. Ad Hoc Committees

The Board of Governors or its Chair may establish from time to time such ad hoc committees as may appear to further the purposes of the Association.

Section 3. Committees – Membership

The Chair of the Board of Governors shall appoint committee chairs and committee members subject to any action the Board of Governors may take. Only Assembly delegates shall be eligible to serve on the Assembly's committees, provided, however, that any Member of the Association may be appointed chair or member of any ad hoc committee of the Board of Governors (but such appointments shall be made sparingly and only in particular cases) and provided further, however, that with the approval of the Chair of the Board of Governors any committee of the Board of Governors may appoint non-voting consultants who need not be Assembly delegates. The Chair and the Vice-Chair of the Board of Governors shall be ex officio members of all of the Assembly committees except the Board of Governors Nominating Committee. Except with respect to the members of the Committee for the Nomination of Alumni Fellows, committee chairs, members and consultants shall be appointed for a term of one year, but they may be reappointed for successive terms, provided, however, that except as otherwise provided herein, no person may serve as a committee chair or member beyond the expiration of that person's term as an Assembly delegate or Board member.

Article VII. Officers and Management

Section 1. Officers

The officers of the Board of Governors and of the Assembly shall be a Chair, a Vice-Chair, and such other officers as are provided in the By-Laws, all of whom shall serve without salary and who shall be elected in the manner prescribed by and perform the duties set forth in the By-Laws.

All members of the Board of Governors shall be eligible to serve as officers thereof.

Section 2. Executive Director

There shall be a salaried Executive Director of the Association, who shall be nominated by the Board of Governors and appointed by the University and who shall perform the duties set forth in the By-laws.

Article VIII. By-Laws

The conduct of the affairs of the Association, its Assembly and its Board of Governors shall be governed by a set of By-Laws, not inconsistent with this Constitution, which may be amended by the Board of Governors from time to time in accordance with the provisions thereof.

Article IX. The Yale Medal

Section 1. Nature of Award

The Association each year is authorized to award the Yale Medal to no more than five persons. The award is to be made to Yale alumni and others in recognition of outstanding service to Yale.

Section 2. Nominations of Recipients

Not later than such date as the Chair of the Board of Governors shall determine, nominations for the Yale Medal Award shall be submitted by the Yale Medal Committee to the Board for its consideration.

Section 3. Determination of Recipients

The Board of Governors shall finally determine the recipients of the Yale Medal and in so doing may award them to any or all of those nominated by the Yale Medal Committee, but no more than five.

Section 4. Presentation

Each year on such day as the Board of Governors may determine, the Yale Medal Award or Awards will be made. In connection with each award, the Chair of the Board of Governors, or such person as the Chair may designate, shall read a citation, and the President of the University shall present the Yale Medal. The award shall be made only to those prospective recipients who will be at the ceremony to receive the Yale Medal, except that upon the joint recommendation of the Chair of the Board of Governors and the Chair of the Yale Medal Committee, the award may be made in absentia to a prospective recipient who by illness or some unforeseen circumstance is not able to attend.

Article X. Amendment

This Constitution may be amended or supplemented by a two-thirds vote of the Assembly delegates voting on said proposed amendment or supplement, upon notice specifying the nature of such amendment sent to each delegate at least twenty days before such vote. Any such notice shall be sent by the Executive Director at the request of the Chair, the Board of Governors of the Association or any ten delegates.

Any such amendment or supplement to this Constitution shall become effective upon its approval by the Yale Corporation.