ARTICLE I. NAME, PURPOSE AND OBJECTIVES

Section 1.
The name of this organization is the Cornell Engineering Alumni Association, hereafter referred to as the "Association."

Section 2.
The purpose of the Association is to promote the welfare of the College of Engineering at Cornell University and its alumni, and to establish a closer relationship between the College, its students, and the alumni.

Section 3.
The objectives of the Association are:

(a) To assist Cornell University in achieving its goal to attain preeminence in engineering among the nation's top ranked institutions.

(b) To provide a vehicle for communication between the alumni and the Engineering College administration, faculty, and students.

(c) To involve alumni in the University's engineering program, thereby enhancing their understanding, interest, and enthusiasm, and eliciting their active support.

(d) To focus alumni attention on Cornell's external relations with industry, the educational community, and government, and to gain support for the College's programs involving or impacting on these institutions and organizations.

(e) To assist Cornell in recruiting outstanding students, faculty and administrative staff.

(f) To provide specific help to alumni and undergraduates who seek job placement within their professions, and to assist alumni recruiters in identifying qualified Cornell graduates for positions within their firms and departments.

(g) To address the problem of technical obsolescence by fostering Continuing Education programs for engineering alumni.

(h) To provide support and strength to alumni organizations such as Cornell Clubs by ensuring that their membership includes a significant and spirited engineering presence. To organize a community of engineering interest in Cornell, in which alumni
can enjoy fellowship with other alumni, leading to the formation of an active Cornell alumni network.

(i) To build interest, enthusiasm, and organized support for engineering participation in the general alumni affairs of the University.

ARTICLE II. MEMBERSHIP

Section 1.
Members of the Cornell Engineering Alumni Association with full voting rights are:

(a) Alumni of Cornell University with an undergraduate or graduate degree from the College of Engineering.

(b) Current or former faculty members of the College of Engineering.

(c) Ex-officio members. The Dean of Engineering and the Assistant Dean of Alumni Affairs and Development (AA&D), or his/her designee, shall be ex-officio members of the Association. Other individuals may be granted ex-officio membership by majority vote of the Board of Directors present.

(d) Two students, with one representing an undergraduate student organization and one representing a graduate student organization.

(e) Alumni of other colleges and departments of Cornell University who are actively engaged in the practice of engineering, subject, however to approval by majority vote of the Board of Directors present in each case coming under this classification.

Section 2.
The following non-voting membership categories may be conferred as specified and limited in the Bylaws:

(a) Associate members.

(b) Student members.

(c) Honorary membership may be granted by unanimous vote of the Board of Directors present for a significant contribution of service to Cornell University or in recognition of outstanding achievement in a field of engineering.

ARTICLE III. ORGANIZATION AND MANAGEMENT

Section 1.
The Association is an affiliate of the College of Engineering. The powers of the Association shall be vested in the Board of Directors, whose at-large members shall be elected by the members. The Board of Directors shall provide Bylaws that shall prescribe
regulations for the exercise of control of Association affairs. The Board of Directors shall make an annual report to the membership pertaining to operations and activities as may be deemed appropriate.

Section 2.
The Board of Directors shall consist of:

(a) not fewer than 15 nor more than 27 at-large members; plus:

(a) the Regional Vice-Presidents;

(b) the Dean of Engineering, the Assistant Dean for Alumni Affairs and Development (AA&D) or his/her designee, the two faculty delegate members, the two student representatives; and

(c) the Emeritus Directors.

Section 3.
One-third of the at-large members are to be elected at each Annual Meeting of the Association, to hold office for a term of three years, from the date of the annual meeting, or until their successors are duly elected and take office. Regional Vice-Presidents are automatically seated on the Board of Directors when elected. Elected at-large members may serve a maximum of two consecutive three-year terms. After six years, a Board Member is not eligible for re-election until they have been off the Board for at least one year unless elected to an officer’s position that would extend beyond the end of the member’s Board term. At-large members shall be considered voting members of the Board of Directors and may serve a maximum of two consecutive three-year terms. After six years, a voting member is not eligible for re-election until they have been off the Board for at least one year.

Section 4.
The Association shall be organized according to geographic regions, to be specified in the Bylaws. Each Region shall have a Regional Vice-President elected by a majority of the Board of Directors present. Each Region shall structure committee organizations appropriate to the conduct of regional activities that reflect the objectives and current policies of the Association. Regional Vice-Presidents shall not be considered voting or not voting members of the Board of Directors, but shall be invited to attend Board of Directors meetings.

Section 5.
The Association shall invite the Dean of Engineering, the Assistant Dean for AA&D, and two members of the College of Engineering faculty, one undergraduate student, and one graduate student to serve as voting members of the Board of Directors. The Dean of Engineering and Assistant Dean for AA&D shall hold a term concurrent with their University appointment. The faculty members shall be elected at the appropriate Annual Meeting of the Association, to hold office for a term of two years. The student members
shall elected at each Annual Meeting of the Association, to hold office for a term of one year.

Section 5.
The Association shall invite the presiding officers of an undergraduate student organization and a graduate student organization to serve as ex-officio voting members of the Board of Directors for the school year of their term in office.

Section 6.
Directors whose term as an officer extends beyond the end of the member’s Board term shall retain voting member status until the term as an officer expires. These cases shall not affect the maximum number of at-large Board members.

Section 7.
The term of office for all positions shall be from July 1st to June 30th of the appropriate years, concurrent with the University fiscal calendar.

Section 8.
The Board of Directors may elect by a majority of the Board of Directors present an Emeritus Director who:

(a) has served as a director for at least six twelve years;

(b) has served at least one two years in a leadership position within the Association (National officer or national committee chair); and

(c) there is a desire on the part of the Association to benefit from the background and experience of that individual. The position on the board is non-voting.

Emeritus Directors shall be installed at the conclusion of their voting membership or at the Annual Meeting if they are no longer a voting member.

Section 9.
The provisions of the Constitution and Bylaws and the policies established by the Board of Directors shall govern the procedure of the Regions, but no action or obligation of a Region shall be considered an action or obligation of the Association as a whole.

Section 10.
Standing Committees are established as specified in the Bylaws to assist the President from the membership of the Board of Directors.

Section 11.
The Board of Directors shall have power to remove from office any officer, director, or committee member, or to expel any member of the Association for good cause, upon due written notice and after a hearing, by a unanimous vote of the Board of Directors.
Section 12. Vacancies within the Board of Directors for any reason may be filled by election of the Board of Directors present until the time of the next Annual Meeting, when at that time, the remainder of the term shall be filled by election by the Association.

ARTICLE IV. OFFICERS

Section 1. The officers of the Association shall be members of the Board of Directors. The officers of the Association shall be the:

- President, who shall serve as Chair of the Board of Directors,
- Vice-President for Regions,
- Three Vice-Presidents-at-Large who serve as liaisons to and oversee the activities of committees as assigned by the President,
- Vice President and Secretary,
- Regional Vice-Presidents.

Section 2. All officers, with the exception of the Regional Vice-Presidents, will be installed at the Annual Meeting of the Association. The term of office for all officers shall be for two years from the date of the annual meeting, or until their successors are duly elected and take office. Regional Vice-Presidents will serve a term of office that is limited and specified by the Bylaws.

Section 3. A vacancy occurring in an office of the Association during the term of an officer shall be filled for the unexpired term by the Board of Directors as follows:

(a) President by the Vice-President for Regions,

(b) The Vice Presidents shall be filled through an appointment by the President.

ARTICLE V. ELECTION OF DIRECTORS AND OFFICERS

Section 1. The Board of Directors’ at-large members and the officers shall be elected by a majority of the voting members present at the Annual Meeting of the Association.

Section 2. At that time, petitions for nominations at-large shall be filed by the Secretary Nominations Committee as provided for in the Bylaws.

ARTICLE VI. ADMINISTRATION
The Association shall be funded by and maintain a headquarters at the Cornell University College of Engineering in Ithaca, New York. The Assistant Dean for AA&D, or his/her designee, shall serve as Administrator for the Association, including budgeting and financial reporting. All budgets and disbursements will require the authorization of the College of Engineering. A copy of this Constitution and the Bylaws shall be maintained on file at the Cornell University College of Engineering.

ARTICLE VII. AMENDMENTS

Section 1.
Petitions for a proposed amendment must be presented to the Secretary not less than sixty days in advance of the date of the Annual Meeting or other regular business meetings in accordance with the specifications in the Bylaws. The proposed amendment shall be in order for presentation at a meeting of the Board of Directors and may be amended by discussion and vote.

Section 2.
Amendments to this Constitution, after approval by the Board of Directors, may be adopted by a majority vote of those voting members present and voting at any Annual Meeting or at any special meeting of the Association called for that purpose. Notification must be made in the announcement of the meeting, including identification of the designated Article, Section and paragraph to be changed and the exact wording of the proposed Amendment.

Section 3.
Notification of the proposed Amendment shall be sent via electronic media to voting members at least 15 days prior to the meeting. This shall constitute sufficient notice to the voting membership.

ARTICLE VIII. DISSOLUTION

In the event of the dissolution of this Association, all funds remaining to its credit after payment of its just debts shall become the property of Cornell University, to be used for the benefit of the College of Engineering.

END OF CONSTITUTION

Approved by Board of Directors: January 28, 2011

Approved by Membership: April 14, 2011