

BYLAWS OF THE ALUMNI COUNCIL OF THE JOHNS HOPKINS ALUMNI ASSOCIATION

PURPOSE

The Alumni Association – The membership of the Alumni Association shall be inclusive of all degree-holding Alumni of the Johns Hopkins University (the “University”). If the University were to modify the definition of “Alumni,” then the Alumni Association would adopt the new definition.

The Association is operated as an integral part of the University and shall assist the University in its Mission. It is the only alumni board to represent all nine schools at the University, and its top two officers serve on the University’s Board of Trustees. (Note: The University will be expanding to ten schools in approximately 2026.)

Mission of the Alumni Association – To enrich the Alumni experience and foster beneficial relationships in the global Johns Hopkins community.

Core Values – The core values of the Alumni Association are excellence, lifelong relationships, lifelong learning, inclusiveness and diversity, global citizenship, advocacy and University pride.

THE ALUMNI COUNCIL

- 1. Establishment and Purpose** – The Alumni Council (the “Council”), established 1989, is a volunteer leadership group within the Johns Hopkins Alumni Association, which aims to foster connections between alumni and the University, while also advancing the interests of both alumni and the University. The Council plays an advisory role to the Development and Alumni Relations professionals within the University. The Council also supports alumni engagement efforts by serving as a voice for alumni and representing their perspectives and interests to the University’s leadership.
- 2. Semi-Annual Meetings** – The Council will have two in-person meetings per year - one in the fall, typically October, and one in the spring, typically April.
- 3. Membership and Composition of the Council** – The Council shall consist of up to 45 members, excluding ex-officio and Champions. The target membership from each area is as follows:
 - Steering Committee (5) – President, Vice President, At-Large Officer, Secretary, Immediate Past President
 - 2 members per each of the 9 schools (18)
 - At-large members across any school (9) – Selection will take into consideration geography, diversity, recent graduates, occupation, and expertise
 - Regional Chapter Volunteers (4)
 - Identity Group Volunteers (4) – Designed to represent *SOBA*, *HOLA*, *IAAA*, and *PRIDE*. Each group is also able to assign a proxy to stand in for the first member.

- 4. Expectations of Council Members and Accountability** – Members are expected to attend the annual meetings, at a minimum one in-person meeting per year, and to participate in committees or working groups of the Council. Council members should serve as alumni ambassadors of the University, their respective schools, their local alumni chapter, and support strong relationships between students and alumni. They should complete a self-reported assessment listing attendance, work, and other JHU volunteer activities.

All Council members must review, commit to, and complete the online signature for [Johns Hopkins Volunteer Standards and Expectations](#).

- 5. Terms** – Council Members may serve a maximum of two (2) consecutive terms of three (3) term years each. After two (2) consecutive terms, a Council Member shall no longer be eligible to serve in that capacity unless the member is an officer. In such case the person shall remain eligible to continue to serve on the Council until their term as an officer ends. A former Council Member is eligible for reappointment to the Council after a minimum hiatus of one (1) term year. Each “Term Year” shall commence at the beginning of the fall meeting of the Council and shall end the day before the next fall meeting of the Council except for officers or members of the Executive Committee, for whom each “Term Year” shall commence at the end of the fall meeting of the Council and shall end on the last day of the next fall meeting of the Council.
- 6. Nominations to the Council** – Nominations may come in on a rolling basis from staff or alumni and are voted on during the spring. The two Council members of each school will be appointed by the school’s dean, associate dean or alumni director. Representatives of identity groups (and their proxies) will be nominated from their respective organizations.
- 7. Selection to the Council** – Council Members shall be approved and invited by the University President based on a slate approved by the Executive Committee upon the recommendation of the Membership Committee. Appointments from the schools must also be approved by the divisional representatives and the University President.
- 8. University Leadership** – Staff leaders of the Council will include Assistant Vice President, Executive Director, and Senior Director of Alumni Relations.

COUNCIL OFFICERS

- 1. Number and Type of Officers** – There shall be four (4) officers of the Council: President, Vice President, Secretary, and At-Large Officer. Officers shall serve three-year terms. Together with the immediate past president, who serves one year, they comprise the Steering Committee.
- 2. Steering Committee Members** – The Steering Committee will develop an annual strategy for the Council to include the creation of project specific working groups.
- 3. President** – The President of the Council shall direct the Association and shall preside at all meetings of the Council, the Executive Committee, and the Steering Committee at which

he/she/they shall be present. The President shall have the power and duty to appoint the chairpersons of each committee or working group.

4. **Vice President** – The Vice President shall oversee the work of those Committees or working groups assigned by the President and shall carry out such other assignments as directed by the President. In the absence of the President, the Vice President shall preside at all meetings of the Council, the Executive Committee, or the Steering Committee at which the member shall be present. The Vice President shall assume the office of President at the end of the President’s term in office.
5. **The Secretary** – The Secretary shall be responsible for accurate records of Council proceedings and shall answer Bylaws questions and recommend Bylaws changes when necessary, shall serve as parliamentarian, and shall carry out such other assignments as directed by the President.
6. **The At-Large Officer** – The At-Large Officer shall oversee the work of those Committees or working groups assigned by the President and shall carry out such other assignments as directed by the President.
7. **Immediate Past President** – The Immediate Past President will serve a one-year term on the Steering Committee as an ex-officio member without voting privileges. The Immediate Past President serves in an advisory role to assist in the transition of the new President.

THE EXECUTIVE COMMITTEE

1. **Composition** – The Executive Committee shall consist of approximately 15 Council Members, including the officers, and be chaired by the President of the Council. It shall make operational decisions, develop and carry out the policies of the Council, and receive committee/working group reports and reports from professional staff. Membership on the Executive Committee shall consist of:
 - The five (5) Steering Committee Members
 - The four (4) Committee Co-chairpersons
 - The (number will vary) appointed leads of working groups on council wide projects
2. **Meetings** – The Executive Committee shall meet at least four times a year, either in person or by other means at the discretion of the President.
3. **Expectations of Executive Committee Members** – The Executive Committee shall attend and actively participate in Executive Committee meetings.

STANDING COMMITTEES

1. **Designation of Standing Committees** – The Standing Committees of the Alumni Council shall be comprised of the Membership Committee and the Grants and Awards Committee.

Membership Committee shall be responsible for the following:

- Reviewing nominations and recommending a slate of new Council members
- Onboarding (training) and offboarding (exit interviews) of members
- Tracking Council member participation to meet minimum requirements
- Creating opportunities for personal connection amongst Council members

Grants and Awards Committee will be responsible for the following:

- Reviewing student organization grant nominations and voting on recipients (late Summer/early Fall)
- Reviewing Alumni Association award nominations and selecting awardees (Winter)
- Reviewing “caRING” applications and selecting recipients (Spring)

- 2. Chairpersons of Standing Committees** – The Chairpersons of the Standing Committees shall be appointed by the President of the Council, with the advice of the Executive Director of the Johns Hopkins Alumni Association (or designee) and shall serve for three-year terms, renewable without limit, but subject to Council term limits. In addition to the Expectations of Members of the Executive Committee, the Committee Chairpersons shall (1) Develop and coordinate Committee activities with appropriate staff of the University Office of Alumni Relations and the Executive Committee, such activities to include meeting agendas, minutes, and progress reports, (2) regularly update Executive Committee, the Council, and Committee members on Committee decisions and activities, and (3) provide annual reports to the Executive Committee on the performance and participation of each Committee member. These reports shall be standardized across all Committees and include both a Committee member’s self-evaluation and the Chairperson’s evaluation of each Committee member.
- 3. Quorum** – At Committee meetings, a majority of Council Members appointed to that Committee shall constitute a quorum and a majority of those present and voting shall determine the outcome.

WORKING GROUPS

Working groups will be formed each year to undertake specific efforts that reflect the priorities of the University and Council President. These working groups shall:

- Be a short-term investment to fall within the Council planning year only
- Establish specific and clear goals with measures of success
- Have a designated leader(s), as determined by the Steering Committee, to manage meetings and outreach
- Create a report of findings, solutions or results at the completion of the term
- The group will be dissolved once the assignment is complete

ALUMNI COUNCIL CHAMPIONS

Any former member of the Council (within last 5 years) may request to join the Alumni Council Champions with the approval of the Executive Committee.

Champions must participate in at least one of the following micro-opportunities:

- Reviewing and voting on activities such as student grants, caRING, and award nominations
- Attending alumni and student networking events
- Participating in the Alumni Council Champions communication channels
- Attending regional alumni events
- Participating in Homewood Alumni Weekend volunteering events
- Serving as a mentor for new Council members

Champions must volunteer for at least 1 – 2 micro opportunities per year. If the member is inactive and does not reply to 3 communications from staff, the member is no longer a Champion. A check-in will occur annually to see if the Champion wishes to continue their role. Clear onboarding expectations will be provided.

The Alumni Champions group will be managed jointly by the At-Large Officer of the Steering Committee and an Alumni Relations staff member.

APPOINTMENTS, ELECTIONS, AND VACANCIES

- 1. Election of Officers** – The Officers of the Council shall be nominated by the Membership Committee upon the advice of the President of the Alumni Council, the Sr. Vice President for Development and Alumni Relations, and the Executive Director of the Johns Hopkins Alumni Association. Officers shall be selected from among the current Council Members. The slate of officers shall be ratified by the Council at large by written or electronic ballot in time to take office at the end of the Fall Annual Meeting of the Council at which their terms commence. Ratification is by the majority of votes cast, except that the First Vice President shall automatically be elevated to the role of President.
- 2. Eligibility to Cast Ballots** – All current Council Members, including those whose terms are expiring, are eligible to vote on the approval of officers.
- 3. Council Vacancies** – Vacancies caused by resignation, removal, or other reasons shall be filled as follows:
 - Council vacancies shall be filled by invitation of the University President from recommendations made by the Steering Committee upon nominations of the Membership Committee.
 - Steering Committee vacancies shall be filled upon recommendation of the Alumni Council President. Any vacancy of a committee chair or working group lead will also be filled upon the recommendation of the Alumni Council President.
 - Vacancies for school/divisional Council representative shall be filled by the Deans, Associate Deans and/or Alumni Directors of the respective schools.
 - Vacancies for identity group representatives (and their proxies) shall be nominated by their respective organization and approved by the Alumni Council President.

- In the event of a vacancy in the role of the Alumni Council President, then the Vice President shall automatically be elevated to President, and a new Vice President will be determined by following the election of officers' process. Those elected or appointed to fill vacancies shall serve out the remainder of the term and then be eligible for election or appointment in their own right, subject to any term limitations set forth in these Bylaws.

4. **Date of Term Expirations** – Terms of all outgoing Council members (who are not officers or Executive Committee Members) expire the day before the fall meeting.

QUORUMS AND MAJORITIES

1. **Council and Committee Quorums** – A quorum for the Council, Executive Committee, or Steering Committee shall be fifty percent (50%) of their current membership respectively.
2. **Ballot Quorums** – For written or electronic mail ballots on all issues with the exception of the election of officers and Executive Committee members, a quorum shall be calculated as fifty percent (50%) of those persons eligible to participate in the balloting.
3. **Calculating a Majority** – On all matters where a quorum is present, a simple majority is one (1) more than fifty percent (50%) of those persons present and eligible to participate in the balloting. All officers may participate fully and vote in all meetings they attend, even if they are serving in the capacity of chairperson.

FINANCES

1. **Use of Funds** – The funds of the Association shall be administered in accordance with the University budget procedures and reported to the Council.
2. **Use of Endowment** – The Association's endowment shall be invested and managed solely by the University.
3. **Fiscal Year** – The fiscal year of the Council shall coincide with the fiscal year of the University, defined as July 1 – June 30.
4. **Funding Plan** – The Office of Alumni Relations will allocate an annual budget for the Alumni Council that will include funding for Council operations, alumni awards, student grants and student engagement, KnowledgeNET, the alumni portion of the Johns Hopkins Magazine, and school/divisional payouts. The Office of Alumni Relations will provide regular reports showing the current standing of the accounts directly related to the Council.

AMENDMENTS

- 1. With the Approval of the Secretary** – With the prior approval of the Secretary, these Bylaws may be amended by a simple majority, one vote more than fifty percent (50%), of the entire Membership of the Council.
- 2. Without the Approval of the Secretary** – Without the prior approval of the Secretary, these Bylaws may be amended only by a vote of two-thirds (2/3) of the entire Membership of the Council.
- 3. Notice of Voting** – Notice of any amendment shall be provided to the Council Members at least twenty (20) days prior to the date of the vote and shall contain the specific language of the amendment, a comparison showing the new language as compared to the existing language, and a narrative explaining the purpose of the amendment. Notices of bylaw changes shall be in either written or e-mail form and shall be sent to each Council Member at the e-mail address last provided by that Council Member to the Secretary.
- 4. Alternative Amendment by the Executive Committee** – The Executive Committee shall have the power to make, alter, or repeal these Bylaws at any time by the affirmative vote of two-thirds (2/3) of the membership of the Executive Committee. Any change in the bylaws enacted by the Executive Committee may be altered or repealed and new bylaws may be adopted by the affirmative vote of more than fifty percent (50%) of the Council Members. All amendments must follow the notice of voting listed above.

CERTIFICATION:

I hereby certify that these bylaws were approved by the Alumni Council via email on April 1, 2024.

By: _____

Secretary Claudia DeCarlo

Approved on: April 18, 2024