TOWN & GOWN
BYLAWS

ARTICLE I
Name

Section 1 The name of the organization shall be University of Redlands Town & Gown, hereinafter known as Town & Gown.

ARTICLE II
Purpose

Section 1 Town & Gown shall be a non-profit, volunteer public service organization. It shall be a support group of the University of Redlands, hereinafter known as the University, and shall be governed by the policies of the Board of Trustees of the University of Redlands.

Section 2 Town & Gown exists to promote a positive, mutually supportive relationship between the Inland Empire and the University. This group also will award scholarships to worthy students from the Inland Empire and develop other projects and functions which will enhance the welfare of the University, its student body and their relationship with the community.

Section 3 For purposes of Town & Gown, the Inland Empire shall be defined as including San Bernardino and Riverside counties.

ARTICLE III
Membership

Section 1 The membership of this organization shall consist of persons who are in accord with the purposes of Town & Gown and who have paid their annual dues.

Section 2 There shall be charter members and regular members. Charter members shall be those who joined prior to July 1, 1984. Regular members shall be those who join thereafter.

ARTICLE IV
Governing Body

Section 1 The executive power of the organization shall be vested in the Board of Directors, hereinafter known as the Board, which shall consist of the elected and appointed officers and the standing committee chairs. It shall have the power to act for the organization between meetings of the membership. It shall have the general supervision of the affairs of the organization.

Section 2 The Board shall consist of no fewer than fifteen (15) nor more than twenty-five (25) members. It shall be balanced among Inland Empire residents, alumni and the University community.

Section 3 The Executive committee shall consist of the elected officers, the immediate past president and the University administrative liaison, who shall be provided by the University with the consent of the Board.
Section 4  Members of the Board shall be elected for a term of three (3) years on a rotational basis. After two (2) successive three (3) year terms, one (1) year shall elapse before that person is eligible for re-election. The term of office shall begin at the annual meeting. The immediate past president may serve a special one (1) year term to complete a term of office.

Section 5  Vacancies on the Board and/or Executive committee, except the office of the president, shall be filled by a vote of the Board to complete the unexpired term of the predecessor. The office of the president shall be filled by the first vice president and the Board shall fill the vacancy thus created.

Section 6  A member of the Board may be dismissed from Board membership by a unanimous vote of the Executive committee for any of the following reasons:

A. Non-payment of annual dues.
B. Lack of attendance at regularly scheduled meetings and events.
C. Failure to assume his/her pro-rata share of responsibilities.
D. General lack of cooperation or interest in the organization.

Section 7  The University administrative liaison is a non-voting member of the Board and all committees, and shall provide administrative support to the Board.

Section 8  A majority of the voting directors of the Board shall constitute a quorum.

ARTICLE V  
Officers

Section 1  The elected officers of the Town & Gown Board shall be president, first vice president, second vice president, third vice president, recording secretary and financial secretary. The president may appoint, with Board approval, directors to serve in the offices of parliamentarian, historian and public relations chair. The immediate past president is an officer of the board by virtue of position.

Section 2  The term of office shall be one (1) year, which shall be from the end of the annual meeting to the end of the succeeding annual meeting. No officer shall be elected to the same office for more than two (2) consecutive years, with the exception of the financial secretary and recording secretary.

Section 3  The president shall preside at all meetings of the Board, the Executive committee, and general meetings. The president shall appoint, with Board approval, chairs of standing and special committees excluding Fundraising, University-Community Relations and Membership. The president shall serve as an ex-officio member of all the committees except the New Board Member Nominating committee and the Officer Nominating committee. The president shall sign with other authorized officers and an officer of the University all contracts and other instruments in writing which have been approved by the Board.

Section 4  The first vice president shall serve in the absence of the president and shall serve as chair of the Fundraising committee.
Section 5  The second vice president shall serve as chair of the University-Community Relations committee and as a member of the Scholarship committee.

Section 6  The third vice president shall serve as chair of the Membership Committee and as a member of the New Board Member Nominating Committee.

Section 7  The recording secretary shall monitor attendance and keep the minutes of all the meetings of the Board, Executive committee, and the membership.

Section 8  The financial secretary shall prepare an annual budget, submit a monthly financial report to the Board, an annual report to the membership and may form and convene a committee to assist with these tasks. The financial secretary also shall ensure payment of Board member dues and meeting meal fees.

Section 9  The parliamentarian shall interpret the bylaws. All questions concerning parliamentary procedure shall be referred to the parliamentarian.

Section 10 The immediate past president shall serve a one (1) year term of office. If the immediate past president is unable to serve this term, the office shall remain vacant for one (1) year.

Section 11 The historian shall collect and maintain a record of news items and historical information. The historian may display the collection at appropriate social events as well as the annual meeting.

Section 12 The public relations chair shall serve as the liaison to the Office of Marketing and Communications (or its successor) of the University. This chair shall provide an overview of the public relations aspects of Town & Gown activities and events. The public relations chair shall be responsible for sending complimentary invitations to appropriate news media personnel for all special events.

ARTICLE VI
Meetings

Section 1 Regular meetings of the Board shall be held monthly, unless otherwise determined by the Executive committee.

Section 2 An annual meeting of the membership shall be held each fiscal year. The agenda for the annual meeting shall include election of officers and a report of activities since the prior annual meeting.

Section 3 Membership meetings other than the annual meeting may be called by the president upon action of the Board or upon the written request of five (5) percent of the organization's members. Written notice of such a meeting shall be given at least one (1) month and not more than three (3) months in advance of the meeting and shall state matters to be considered; no other business shall be transacted.

Section 4 The number of standing Board members for a given year shall constitute a quorum at general membership meetings and the annual meeting.
ARTICLE VII
New Board Member Nominations and Elections

Section 1 Four (4) months prior to the annual meeting, a New Board Member Nominating committee shall be elected for the purpose of nominating Board members. This committee shall consist of the third vice president and four (4) other members. The Board shall approve three (3) directors from the Board to serve on the committee. The president shall appoint a member who currently is not serving on the Board. No member shall serve on the New Board Member Nominating committee more than two (2) consecutive years, except the third vice president who may have already served one (1) year prior to joining the Executive committee.

Section 2 The New Board Member Nominating committee shall present the slate of proposed members to the Board no less than (2) months prior to the annual meeting.

Section 3 This slate shall be mailed with ballots to the general membership no later than one (1) month prior to the annual meeting. Polling shall open upon distribution of ballots and shall close at the time indicated on the ballot.

Section 4 A member may vote for a candidate or persons whose name is not printed on the ballot by writing the name on a blank space which shall be provided on the ballot.

ARTICLE VIII
Officer Nominations and Committee Elections

Section 1 The Officer Nominating committee shall present a proposed slate of officers to the Board at its January meeting.

Section 2 The Officer Nominating committee shall consist of three (3) directors. At the November Board meeting the president shall appoint a chair. Two (2) additional directors shall be approved by the Board.

Section 3 Five (5) or more members may nominate, by signed petition, an additional nominee(s) for an office on the Board, by presenting such petition, with the written consent of the nominee to the secretary at least ten (10) days prior to the election meeting.

Section 4 Election of officers shall take place at its February Board meeting.

Section 5 Election shall be by voice, except when at least one (1) nominating petition has been received, in which event the vote shall be by ballot.

Section 6 In the event that the Officers Nominating committee is unable to identify a suitable candidate for an office, the person currently holding that office shall continue to serve such time until the Board elects a successor.

ARTICLE IX
Standing Committees

Section 1 Fundraising Committee. This committee shall be responsible for all fundraising events.

Section 2 University-Community Relations Committee. This committee shall coordinate outreach programs and activities.

Section 3 Membership Committee. This committee shall be responsible for the recruitment of members.

Section 4 Bylaws Committee. This committee shall be composed of the parliamentarian and four (4) members consisting of past presidents and current or former Board members. The parliamentarian shall review the bylaws annually and may convene the committee to consider, and if appropriate, recommend changes to the Board.

Section 5 Scholarship Committee. This committee shall consist of six (6) Board members, including the second vice-president. The chair shall serve in that capacity for not more than two (2) years and will appoint four (4) committee members, two (2) directors who served on the previous year’s committee, and two (2) directors who have not previously served on the committee.

ARTICLE X
Finance

Section 1 The fiscal year of Town & Gown shall be consistent with the university.

Section 2 The budget assumptions for the coming year shall be presented by the financial secretary to the Board on or before its first regular meeting of the fiscal year.

Section 3 Annual membership dues are due on or before October 1.

Section 4 All restricted gifts and bequests to Town & Gown designated by donors for scholarships shall be placed in Town & Gown restricted endowment fund accounts by the University.

ARTICLE XI
Amendments

These bylaws may be amended or new bylaws adopted at any regular Board meeting, or at any special meeting called for that purpose, provided that the general membership has been notified thirty (30) days in advance of the meeting where the action will take place and is made available for review at least twenty-one (21) days prior to the date of any such meeting.

ARTICLE XII
Standing Rules

The Board may make or amend Standing Rules at any regular Board meeting without prior notice.

ARTICLE XIII
Parliamentary Authority

Robert’s Rules of Order, Newly Revised shall be utilized for all questions of parliamentary law.

**ARTICLE XIII**

*Primacy of State Law and University Policy*

Town & Gown will operate within the bounds of the laws of the State of California and official policies and customary practices of the University. Nothing in these bylaws or other governance documents adopted by the organization shall be intended nor be construed in such a way as to be in conflict with such laws, policies, or practices.
