Constitution and By-Laws of The Wharton Alliance
Written: November 10, 2007

Article I: Name
The name of this organization shall be The Wharton Alliance.

Article II: Purpose
Said organization is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purpose of The Wharton Alliance, established in 2005, shall be to provide support for LGBT students with an interest in business, with a broader goal of creating an accepting environment for LGBT workers in the business world. The Wharton Alliance aims to accomplish this by:

1. Providing LGBT undergraduates with a variety of activities including workshops and regular meetings where they establish a network with those who share their professional interests.
2. Facilitating networking opportunities with corporate recruiters to provide LGBT undergraduates with a background of these recruiting firms with regards to issues that concern them.
3. Setting up/holding events involving mentoring with LGBT Wharton Alumni, speakers’ series, and mentoring partnerships with interested members of Wharton OutforBiz: Wharton MBA’s LGBT affiliated organization.

Article III: Membership

Section 1
Any member of the undergraduate body of the University of Pennsylvania who is a full-time student concerned with gender and sexuality issues shall be eligible for membership in the Alliance.

Section 2
Faculty members and students other than full-time undergraduates shall be eligible for membership in the Alliance, but not permitted to hold elected office.

Section 3
Membership will not require any dues.

Section 4
Active members shall be those who either:

1. have registered with the Vice President of Communications of the Alliance for inclusion in the listserv,
2. have attended at least three regular meetings and/or Alliance-sponsored events during the current academic year, AND

Section 5
Membership and/or participation by an individual in any Alliance-sponsored event
may be revoked or limited by unanimous vote of the Executive Board only on grounds of violations of the University's Code of Student Conduct.

**Article IV: Rights of Membership**
All members will have the right to participate in and benefit from all Alliance activities, including meetings, Alliance-sponsored events, and professional opportunities. Members will also have the right to use the Alliance as a forum for their free expression.

**Article V: Officers**

**Section 1**
The officers of the Alliance shall consist of the President, Vice President of Finances, Vice President of Operations, Vice President of Communications, and may include general board members. These first four (4) officers shall constitute the Executive Board. The total of all officers shall constitute the General Board.

**Section 2**
The aforementioned structure of the Executive Board will become effective for the first elections after the ratification of this Constitution.

**Section 3**
It shall be the duty of the Executive Board to supervise all activities of the Alliance.

**Section 4**
New members of the General Board will be appointed by the current General Board of the Alliance at the beginning of each semester and terms shall be for the duration of the appointees’ time as a full-time undergraduate at the University of Pennsylvania. Members of the Executive Board will be elected by the General Board of the Alliance for one-year terms.

**Section 5**
Candidates for the Executive Board must be active members of the Alliance with the intent of maintaining such status throughout the course of the following year.

**Section 6**
No member may simultaneously hold more than one position on the Executive Board.

**Section 7**
Should any Board member cease to be an active member of the Alliance as defined above, or if any Board member were removed from office by a two thirds vote of the Board, his or her Board position shall be considered vacant.

**Article VI: Limitations on the Powers of the Executive Board and its Members**

**Section 1**
The General Board may reverse any decision of an individual Executive Board member with a two-thirds-majority vote.
Section 2
The general membership of the Alliance may reverse any decision of the Executive Board through a two-thirds-majority vote amongst active members.

Section 3
The general membership of the Alliance may remove an Executive Board member from office through a two-thirds-majority vote amongst active members.

Article VII: Amendments to the Constitution and By-Laws
This Constitution and these By-Laws may be amended in whole or in part by a two-thirds vote of a quorum of active members present at any general meeting, with due notice of said amendment having been given at a previous general body meeting.

Article VIII: Ratification
This Constitution and these By-Laws are considered to be ratified if approved by two-thirds of a quorum of active members.

By-Laws
Article I: Duties of Officers
Section 1
It shall be the duty of the President to preside at all general body and Executive Board meetings; to supervise and direct the work of the Alliance and to ensure the success of its activities; to ensure that all of the functions set forth in this Constitution are achieved; to maintain the finances of the club in conjunction with the Vice President of Finances; and to speak for the Alliance before the campus and the community.

Section 2
It shall be the duty of the Vice President of Communications to ensure the continual maintenance of the Alliance’s official website; to continuously inform the general body of Alliance activities/events; to contact media representatives; to manage promotional advertising within and without the University; and to keep the Executive Board abreast of affairs/opportunities pertaining to their duties.

Section 3
It shall be the duty of the Vice President of Communications to create and maintain an alumni database so as to set up mentorships between Alliance members and LGBT or other alumni.

Section 4
It shall be the duty of the Vice President of Operations to maintain a network of corporate contacts to create and establish ongoing relationships to open further employment opportunities for members; to use those relationships to coordinate events in accordance with the purposes of the Alliance; and to lead in the planning and execution of such events with the support and approval of the Executive Board.

Section 5
It shall be the duty of the Vice President of Finances to handle the finances of the Alliance with the support and approval of the Executive Board; to establish the annual budget and events budgets with the support and approval of the Executive Board; to make disbursements approved by the Executive Board; to maintain accurate records of all financial transactions; to report on the finances of the Alliance
to the Executive Board; to garner corporate sponsorship; and to represent the Alliance at Student Activities Council meetings.

Section 6
It shall be the duty of the Vice President of Communications to manage the Alliance's listserv and maintain a record of members; to work with the Admissions Office to gather information for prospective members and to coordinate programs to further the purposes of the Alliance; and to undertake initiatives to contact incoming freshmen and high school students and thus attract them to the University of Pennsylvania and/or the Alliance in accordance with its purposes.

Article II: Meetings
Section 1
It will be the responsibility of the President of the Alliance to call general body meetings. Frequency and dates of the meetings will be decided according to need, but will occur no less than two (2) times per academic semester. Members will be notified of the time and place of general meetings by email at least twenty-four (24) hours before the meeting time.

Section 2
The agenda for a general body meeting will be established by the Executive Board of the Alliance. Members may add items to the agenda by contacting the Executive Board. The Executive Board will conduct the meeting according to the established agenda.

Section 3
Quorum at a general meeting shall be defined as one-fifth (1/5) of active members.

Section 4
All general membership votes must be conducted within general body meetings. Only active members will have the right to a vote. Any voting procedure will require quorum.

Section 5
It will be the responsibility of the President of the Alliance to call General Board meetings. Frequency and dates of the meetings will be decided according to need, but will occur no less than eight (8) times per academic semester.

Section 6
The agenda for a General Board meeting will be established by the President. General Board members wishing to add items to the agenda may do so by contacting the President.

Article III: (Non-electoral) Voting procedures
Section 1
A vote in the general body must be brought forth by a motion from and must be seconded by active members of the Alliance. Depending on the nature of the motion, the President shall decide whether the general membership of the Alliance should vote on the matter during the meeting when the motion is put forward, or during the next general meeting. Only under extenuating circumstances, or if the motion is withdrawn, would a vote not occur within one meeting of the motion.
**Section 2**
All voting procedures in a general meeting will require discussion time, to be set and moderated by the President. The discussion time must be adequate to cover the principal issues behind the vote, and must be allocated evenly to the different sides involved. The discussion must be open to all Alliance members.

**Section 3**
In the case of a motion and vote to appeal a decision by the Executive Board, statements will be issued by the member who brings forward the motion and by the President (on behalf of the Executive Board). Discussion will follow according to the aforementioned guidelines.

**Section 4**
All votes require quorum. Abstentions are not counted towards simple or two-thirds majority, but are counted towards fulfilling quorum requirements.

**Section 5**
Voting procedures on the General Board will follow the guidelines established in Article 4. Discussion for General Board votes must be open to all General Board members, but not necessarily to all Alliance members.

**Section 6**
If a vote in a General or Executive Board meeting results in a tie, there will be a re-vote. If the tie is repeated, the President will cast a final tie-breaking vote.

**Article IV: Elections**
**Section 1**
Regular elections for Executive Board positions will be held in the month of April in the spring semester each year.

**Section 2**
Nominations for positions on the Executive Board will start in the meeting previous to the elections, and will be open until the beginning of electoral procedures for the given position. If there are several candidates for each position, elections can be conducted in two separate meetings.

**Section 3**
Election for President will occur first, followed by simultaneous voting for Vice President of Finances, Vice President of Operations, and Vice President of Communications.

**Section 4**
A General Board member can only accept a nomination for one position at a time. If, after the close of Presidential elections, a losing Presidential candidate is nominated for a Vice Presidential position, he or she shall still be eligible to run for that Vice Presidential position. A candidate shall not be eligible to run for more than one Vice Presidential position.

**Section 5**
To elect each officer for a given position, the General Board will hear remarks (with equal time limits) from each of the candidates (selected in random order). There will
be time for questions to the candidates. If time allows, there will be multiple rounds of both candidate-specific and general questions. If there are constraints on time, there may only be a single round of general questions. All candidates will answer an equal number of questions with equal time limits, and will rotate the order in which they answer questions for each round. Time and question limits will be established by the President and announced at the beginning of the electoral process.

**Section 6**
General Board members will vote through closed ballot. A candidate will be proclaimed victorious if he or she attains a plurality of votes cast. If there are more than two candidates and the first round does not provide an immediate winner, there will be a runoff election between the candidates tied with the highest number of votes. In the event of a second tie, the President will cast the tie-breaking vote.

**Section 7**
Only members of the General Board shall be eligible to run for Executive Board positions.

**Article V: Inductions**
**Section 1**
Applications for General Board membership shall be taken within the first month of each semester and all full-time undergraduate students of the University of Pennsylvania shall be eligible.

**Section 2**
Current General Board members will decide the acceptance of applicants through voting.

**Article VI: Dissolution of the Organization**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**Here ends the Constitution and By-Laws of The Wharton Alliance.**