

NARRATIVE STATEMENT OF CHANGES IN THE TCAA BYLAWS

By unanimous vote on June 16, 2022, the Executive Committee of the Trinity College Alumni Association adopted significant changes in the Association's Bylaws to enhance the effectiveness of the Executive Committee in its service to the Association and to the College.

In addition to posting the text of the new Bylaws online, the Executive Committee submits this narrative description of the changes to help members appreciate what has been revised. Section I summarizes key changes in substance and the reasoning behind them. Section II briefly traces by Article where the revisions appear in the new Bylaws.

I. KEY CHANGES IN SUBSTANCE

Election of Officers by the Executive Committee. Previously, the TCAA officers were elected by the members of the Association at its Annual Meetings, but few alumni had practical access to such meetings (in person at Reunion) and little opportunity to assess the qualification of candidates for office. A better practice, which many organizations have adopted, is to assign to the Executive Committee the responsibility to select the best leaders from the ranks of the leaders elected at large to serve the Association as members of the Executive Committee. This procedure takes advantage of the Committee's familiarity with prospective officers, including the candidates' vision for the TCAA, their sense of commitment, and their administrative abilities to run the TCAA and the Executive Committee in a manner that the organization deserves.

Unburdening the President. In recent years, the College's Board of Trustees has earmarked the TCAA President to be an ex officio member of the Board of Trustees, thus doubling the volunteer duties placed on our President. Out of concern that these dual job responsibilities may pose an unreasonable demand on any volunteer alum in that position, adversely affecting the TCAA, the new Bylaws split the responsibilities of the top office into two distinct functions for two different individuals: the President (to focus exclusively on running the TCAA) and the new position of Immediate Past President (to focus on being the voice of the TCAA as Trustee ex officio, albeit with a continuing role in nominating new people to serve on the Executive Committee).

Immediate Past President. After a period of transition, it is expected that the person who most recently and successfully served in all three office positions seriatim and has acquired the most experience in the proper representation of all alumni would be the person whom the TCAA and the Board of Trustees would mutually consider to be best to serve as Trustee to advocate on behalf of the alumni—hence this new position is presumptively named "Immediate Past President." However, the position is not guaranteed to the person who last served as President.

Steering Committee. To improve the Executive Committee's internal management, the new Bylaws create a formal standing committee of senior level members to advise and assist the President on significant decisions and policy execution.

Long Range Plan Committee. To provide better service to the Association on an orderly and consistent basis, the new Bylaws establish a Long Range Plan Committee within the Executive Committee to identify and schedule projects, objectives, and priorities that, by their nature, require deliberate forethought. This Committee is charged with fashioning and maintaining a rolling five-year plan that is regularly reviewed and approved by the Executive Committee as a whole.

TCAA Annual Meetings. To ensure that the Alumni Association is an organization that genuinely belongs to the tens of thousands of Trinity alums, and that the Executive Committee is not just an entity unto itself, the new Bylaws set the groundwork for greater member involvement by making explicit that the Annual Meetings can be, and should be, conducted in a way that permits all members to easily participate in the business affairs of the Association, even if not scheduled to personally attend a Reunion every fifth year. The modern technology of virtual participation is explicitly embraced, with the business meeting protocols, such as registering to attend, nominating and voting procedures, motion practice, floor debates and discussions, and the like, soon to be developed by the Executive Committee.

II. DISCUSSION OF BYLAW ARTICLES

Articles 1, 2, 3

These general membership provisions revert to the definitions set forth long ago in Statutes adopted by the Board of Trustees when recognizing Trinity's Alumni Association. They wipe clean a variety of prior sweeping (and sometimes inaccurate) statements as to the purpose and nature of the TCAA, allowing a fresh start at formulating a mission statement that best fits the circumstances of today.

Article 4

The Executive Committee is reduced in size (with an option to enlarge) with the intention to increase its cohesion and commitment to active participation by its members. To include younger members for their perspective, and with an eye to breeding within their colleagues an enthusiasm to become alumni leaders, the new Bylaws include as ex officio members the alumni Presidents of the three most recent graduating classes. Similar inclusion of a faculty representative and the current president of the student government association is continued. As a further tool to ensure active participation in the Executive Committee, a new provision provides for automatic termination of membership upon persistent unexcused non-attendance. Limiting membership to two three-year terms remains unchanged.

The powers and responsibilities of the Committee remain essentially unchanged, but greater accommodation is provided to participating in meetings virtually. To better avoid the business of the Executive Committee being at risk of being impeded by lack of attendance, the provision allowing the Committee to act by written consent in lieu of a meeting no longer requires unanimous consent but can be achieved with only three-fourths consent. Likewise, the formal requirements for notice of Special Meetings have been relaxed a bit.

Article 5

The election of officers and their responsibilities have been revised to reflect the substantive changes described in Section I above. What previously was a two rung ladder progression of officer expectation (Vice President presumably to follow into President) has now been expanded to a three-rung ladder (Secretary to Vice President to President) to better assure that the top officer is well experienced in all facets of the Executive Committee operations. Terms of office are now set at one year in order to accommodate the new officer ladder progression that is anticipated, but with escape provisions in case circumstances warrant. The new position of Immediate Past President is assigned chair responsibility of the Nominating Committee to capture the benefit of his or her senior perspective.

To better ensure that the transactions of the Executive Committee are duly recorded in the official minutes of meetings, the new Bylaws mandate that the Secretary circulate draft minutes within ten days of each meeting, thereby allowing the attendees to submit corrections while their memories are still fresh.

Article 6

Standing Committees are reduced to just four in number, thereby allowing greater flexibility to establish other working subcommittees that best suit the needs of the time without requiring formal changes in the Bylaws.

Article 7

This new Article establishes the Steering Committee, as discussed above.

Article 8

Formerly part of Article 6. The Nominating Committee is revamped in this Article, with better articulation of the goals, aspirations, and procedures that apply to assembling an appropriately diverse body of Executive Committee members.

Article 9

Formerly part of Article 6. The process by which the awards given to distinguished alumni are determined has been redrafted in hopes to recapture greater authority and responsibility for the full panoply of those awards that are bestowed in the name of the Alumni Association.

Article 10

This new Article establishes the Long Range Plan Committee and its charge, as mentioned in Section I above.

Article 11

Formerly Article 7. As noted above, the new text embraces widespread alumni participation in the Annual Meeting by electronic attendance. It also removes the stated preference to schedule the meeting for Reunion weekend, more clearly allowing the Executive Committee to set a time for the meeting which might garner maximum participation.

Article 12

Formerly Article 8. The new provisions add a requirement to better identify to the alumni any changes that are adopted by action of the Executive Committee. To further restore to the alumni body greater direct control over the Association's affairs, new provision is made that any such changes made by the Executive Committee can be revisited by the alumni at the next Annual Meeting if at least twenty alumni duly request that.

Articles 13 and 14

New. These Articles cover miscellaneous topics of minor importance, such as confirming the right to invited guests to meetings of the Executive Committee and ensuring the text of the Bylaws referring to College officials by specific titles will be interpreted flexibly to apply to such officials if their titles change.