CORNELL HOTEL SOCIETY BYLAWS

PREAMBLE
The graduates of the School of Hotel Administration at Cornell University and matriculates, defined as those who have been enrolled in the School of Hotel Administration for at least one complete academic school year, giving due recognition to the values represented by attending the School, the associations formed, and the benefits inherent therein, do hereby form this association to further those relationships and promote the interests of the School.

ARTICLE I: NAME
Section 1. NAME: The name of the association shall be the Cornell Hotel Society, Inc. known hereinafter as CHS or referred to as the “Society.”

Section 2. LOCATION: The registered address of the Society is the office of its Secretary at the School of Hotel Administration (known hereinafter as the “School”), Statler Hall, Cornell University, Ithaca, NY 14853.

ARTICLE II: OBJECTIVE
Section 1. OBJECTIVE: The objective of the Society is to promote the interests of Cornell University, the School, alumni, administrators, faculty, and students. The Society also promotes fellowship, networking, education, recruitment, career management, development, and financial assistance to the School and its students, professionalism, and training in the hospitality industry.

ARTICLE III: MEMBERSHIP
There are three categories of membership:

Section 1. MEMBERS, REGULAR: Regular Members may be:
   a. Persons who have completed one academic year in the School of Hotel Administration in the undergraduate or graduate programs of the School;
   b. Members of the School’s faculty, including professors, associate professors, assistant professors, senior lecturers, lecturers, and teaching support specialists; and
   c. School administrators, including the dean, associate deans, assistant deans, and directors, upon their appointment. Faculty and administrators remain eligible until their retirement or departure from the School, at which time they may be considered for another class of membership.

Section 2. CLASS OF MEMBERS: Regular Members shall take the class of the year of their graduation or, if attended at least one academic school year, they will take the class of the fourth year following their matriculation for an undergraduate and the year of their
graduation for graduate students. Any member may, upon application to the Secretary, be assigned to an appropriate class of their choice.

Section 3. MEMBERS, AFFILIATE: Affiliate Members may be individuals who have:

a. Completed at least fifteen credit hours as a special student or in a degree program at the School of Hotel Administration at Cornell University,
b. Completed six courses of the Professional Development Program (PDP) summer program, who have completed the Advanced Management Program (AMP) or the General Managers Program (GMP), or
c. Obtained an equivalent degree or diploma from a university program associated with the School.
d. Other individuals may be offered Affiliate Membership by unanimous vote of the Executive Committee.
e. Affiliate members will pay full dues to the Society. An Affiliate Member may hold any office at the chapter or regional level, and, with specific approval by a majority of the Executive Committee, hold the office of chapter president or regional vice president. Affiliate Members may not serve on the Executive Committee. Affiliate Members may vote on all issues with the exception of the Society and chapter by-laws. They will have all other rights and responsibilities of Regular Society members.
f. The procedure for selecting Affiliate Members is as follows:
   1. The Executive Education Office of the Hotel School will supply the names of those eligible for membership from courses taken to the Secretary of the Society on a regular basis. The directors of other university programs affiliated with the School will supply the names of individuals eligible for membership to the Secretary on an annual basis.
   2. The Secretary will send a dues invoice and a fact sheet about Affiliate Membership to those individuals who are eligible.
   3. Those who desire membership in this category must send dues to the Secretary, who shall maintain the database of Affiliate Members.
   4. An Affiliate Member will be provided with an appropriate membership card. Life Affiliate Members will also receive an appropriate certificate.
g. At the next semi-annual general membership meeting of the Society, the Secretary will give a report on the membership activity of the Affiliate Membership category.

Section 4. MEMBERS, HONORARY:
Honorary Members must be persons ineligible for Regular Membership, who have personally made a special contribution to Cornell, the School, the Society, or the hospitality industry. Honorary Membership is a high honor. Honorary Members shall be provided with an appropriate, permanent membership certificate. Honorary Members shall not be assessed Society dues, may not hold office, and may not vote. The number of Honorary Members elected by the Executive Committee shall not exceed five percent
(5%) of its Regular Membership. The procedure for electing Honorary Members is as follows:

a. Nomination: A sponsor, a member in good standing of the Society or a chapter, must nominate the candidate in writing at least 60 days prior to the semi-annual Executive Committee meeting at which the nominee’s application will be acted upon. The sponsor will submit the nomination to the Society’s Secretary, who will present the nomination to the Society’s standing Honorary Membership Committee.

This nomination must include the following:

1) The nominee’s name;
2) The nominee’s affiliation to the School or other hospitality entity;
3) Statement or description of why the nominee qualifies for Honorary Membership;
4) What specifically the nominee has done for the School of Hotel Administration or has accomplished in the hospitality industry (see Criteria, Section 6. below); and
5) If the nominee is rejected, the Executive Committee will be required to explain the basis for its decision to the Nominating Committee who will in turn advise the sponsor of the reason. The nominee is NOT to be notified if rejected, as they should not have known about their nomination.

6) Criteria: The following criteria are to be used as a guide for determination of the Honorary Membership award:

   The nominee must have:

   A. Served as Dean of the School of Hotel Administration (Cornell) for at least one (1) full year. Or
   B. Served as Assistant Dean for a minimum of ten (10) years. Or
   C. Served as a member of the SHA full-time faculty (lecturer to tenured professor) for a minimum of fifteen (15) years. Or
   D. Served as director in SHA administration a minimum of five (5) years, with total service in administration for fifteen (15) years. Or
   E. Served as an employee of the School and/or Statler Hotel for a minimum of twenty-five years. Or
   F. Served as a visiting lecturer/executive in residence, in any combination, for a minimum of fifteen (15) years, not necessarily consecutively. Or
   G. Promoted the SHA to prospective students, for either undergraduate, graduate or executive
education enrollment for at least ten (10) years with quantifiable results. or

H. Provided summer intern positions/management positions, whether temporary or permanent for a minimum of ten (10) years. or

I. Been a key participant in initiating the establishment of a new SHA affiliate programs, such as ESSEC or the Singapore adjunct campus. or

J. Financially contributed personally or created contributions to the SHA that resulted in:
   i. An endowment of a Chair at the SHA;
   ii. The endowment of a scholarship(s) the value of which equals a SHA Chair; and/or
   iii. An amount equal to a SHA Chair for any project accepted by the Dean of the School. Or

K. Had a significant and distinguished career as a hospitality leader, having contributed to the furtherance of hospitality education, whether at Cornell or other institutions. This may include corporate formal education, web-based training programs or other educational or work-study programs.

b. Although the criteria in paragraph a. 6), are specific, the extension of an Honorary Membership is not automatic upon satisfaction of one or more of the criteria; it is the quality of the special contributions of the nominee and the force of the nomination which will guide the Nominating Committee in its recommending persons for such high honor to the Executive Committee.

c. The Honorary Membership Committee will present a list of recommended Honorary Members to the Society’s Executive Committee for approval, twice a year, 30 days prior to one of the two semi-annual meetings of the Executive Committee.

d. The vote on Honorary Membership by the Executive Committee must be unanimous.

e. At the next general Society meeting, the Secretary will advise the membership of the action of the Honorary Membership Committee and the Executive Committee. Upon election, an official of the Society or of the School will present the Honorary Member a certificate of membership, at a mutually convenient time.
ARTICLE IV: OFFICERS

Section 1. EXECUTIVE COMMITTEE - MEMBERS: The Executive Committee of the Cornell Hotel Society will be comprised of the President the First and Second Vice Presidents, The Secretary, The Treasurer, and the Immediate Past President.

Section 2. OFFICERS, ELECTED: Elected officers of the Society shall be: President, First Vice President and Second Vice President. Officers appointed by the Executive Committee shall be: Secretary, Executive Secretary, Treasurer. The Society may, at the discretion of the Executive Committee, appoint a Secretary and an Executive Secretary, or elect to combine both positions into one office, in the full discharge of duties and responsibilities of and for the Society. If the Executive Committee elects to appoint both a Secretary and an Executive Secretary, their respective duties will be delineated as outlined in Section 7.

Section 3. OFFICERS, ELIGIBILITY, NOMINATION, ELECTION: To be eligible to serve as an elected officer, candidates must be Regular Members in good standing (dues paid) for two years prior to their nomination, and also must be a graduate of a degree program of the School. Elected officers shall be nominated as specified in these by-laws, elected by mail balloting closing one week prior to the semi-annual general membership meeting usually held in November each year in New York City. The Secretary reports the results to the Executive Committee meeting prior to the Society’s November general membership meeting.

Section 4. OFFICERS, ELECTED, SUCCESSION: It is intended that the individuals filling the positions of the Second and First Vice Presidents should progress through these positions to the Presidency, providing for continuity in Society administration. Decisions regarding succession are within the purview of Executive Committee action.

Section 5. TERM OF OFFICE: The term of office of the elected President and First and Second Vice Presidents is one year, January 1 until December 31. The term of office of the Secretary, Executive Secretary and Treasurer is unspecified. The names of the appointed officers will appear on the ballot for notification only and the appointed officers will serve at the pleasure of the Executive Committee.

Section 6. VACANCIES: The vacancy of any officer position in the Executive Committee shall be filled by appointment of the remaining members of the Executive Committee. The person appointed to hold the office replacing the vacancy will serve until the Society’s next fall meeting, at which time either a replacement will be named or the appointed person’s term extended.

Section 7. DUTIES:
President: The President chairs all Society general membership meetings, is the chief executive officer of the Society, and shall conduct and have charge of the administrative and financial affairs of the Society, including all vice-president’s activities and those of the immediate Past President.
First Vice President: The First Vice President, in the absence or disability of the President, shall preside at Society meetings, shall handle assigned chapter activities in conjunction with the School’s Director of Alumni Affairs, shall prepare an administrative plan for assumption of the Society presidency, shall coordinate activities including the annual Society budget with the Treasurer and Secretary/Executive Secretary, shall develop local and national membership plans, and shall accept special projects as assigned by the President.

Second Vice President: The Second Vice President, in the absence or disability of the President and First Vice President, shall preside at Society meetings, shall handle assigned chapter activities in conjunction with the School’s Director of Alumni Affairs and Assistant Director of Alumni Affairs and Development and shall assist the First Vice President and President as appropriate, shall coordinate activities with the Executive Secretary, and shall accept special projects as assigned by the President and the First Vice President.

Immediate Past President: This position will act in an advisory capacity only and will not be a voting member of the Executive Committee. He or she may be assigned projects as outlined by the President on behalf of the Executive Committee. This individual will serve for the calendar year immediately following his or her position as president of the Society.

Executive Secretary: The Executive Secretary shall be responsible for giving notice of all Society general membership meetings; shall serve as Secretary at all general membership meetings keeping, or causing to be kept, accurate minutes of all proceedings, votes, and resolutions; shall prepare, or cause to be prepared, official Society correspondence and publications; shall serve as custodian of the Society’s by-laws, keeping them current, and initiate resolution of any discrepancies between their format and actual practice; shall prepare a written report of the general membership meetings, and Executive Committee meetings. He or she shall work closely with all the Society’s officers to further the goals of the organization and shall be the principal contact for Society communications and day-to-day business. He or she shall supervise the duties of the Secretary and perform any other duties as assigned by the Society’s leadership. The duties of the Executive Secretary may be assigned to the Secretary at the direction of the Executive Committee.

Secretary: The Secretary shall have charge of the administrative operations of the Society; shall administer all notices of Society meetings; shall prepare agendas for and attend and prepare minutes from all Society general membership meetings, Executive Committee meetings and conference calls; shall maintain a calendar of Society events. He or she shall conduct mail or e-mail balloting for all elected offices to be filled, reporting to the Executive Committee the results of such balloting; shall invoice and collect dues; shall receive and collect monies, make a proper record of receipts, and pay promptly to the Treasurer all such monies. He or she shall maintain Society records of all types, keeping an accurate listing of the membership; shall administer office staff; shall be a cosignatory with the Treasurer to financial instruments; shall ensure proper bonding and risk management, as appropriate, for Society officers; shall conduct general correspondence; shall keep the records and papers of the Society in good order; shall support the prompt publishing and distribution of the Hotel School Magazine and other publications only as requested by the Executive Committee. Along with the Treasurer,
the Executive Secretary, shall cause an annual professional external audit to be performed on Society finances, reporting the results and corrective action to Executive Committee; shall perform such other duties that pertain to the office or as may be directed by the Executive Committee.

Treasurer: The Treasurer shall be responsible for Society finances under the direction of the Executive Committee; shall keep, or cause to be kept, complete and accurate records of all receipts and disbursements, making reports thereof; shall provide written reports of the Society’s finances for the Executive Committee and at the annual meeting in New York City and at the annual general membership meeting at HEC; shall be custodian of all monies, securities, and items of value; shall administer any investment program of Society funds, as approved by the Executive Committee at its meetings or at regular or special meetings of the Society; shall cooperate with the board in preparing an annual and long-term budget; shall provide and submit all financial records to the Secretary/Executive Secretary for the purpose of conducting an external audit; shall be a co-signatory to all financial instruments; shall insure that risk management precautions are taken and that the Society is protected, at Society expense, from litigation. The treasurer shall complete all reports required by governmental agencies, forwarding copies of such reports to the Secretary.

Section 8. REMUNERATION: All elected officers serve the Society without compensation. The Society Treasurer may, however, receive compensation in the amount specified at the direction of the Executive Committee.

Section 9. EXPENSE REIMBURSEMENT: Officers may receive reimbursement within the approved Society annual budget at the direction of the Executive Committee for travel and related expenses in the discharging of Society business.

Section 10. NOMINATIONS: The Executive Committee serves as the Nomination Committee for the Society. Nominations for all offices, elected and appointed are determined by unanimous vote of the Executive Committee. Elections are held prior to the annual New York meeting held in November.

REGIONAL VICE PRESIDENTS:

Section 1. REGIONAL VICE PRESIDENTS, ELIGIBILITY, NOMINATION, ELECTION: To be eligible to serve as a Regional Vice President, candidates must be Regular members in good standing (dues paid) for two years prior to their nomination, and also must be a graduate of a degree program of the School or be an Affiliated Member who has been approved for the position by the Executive Committee. The Regional Vice Presidents are selected by the Executive Committee.

Section 2. TERM OF OFFICE: The term of office for those selected and approved as Regional Vice Presidents is three years from the time their term is effective, unless otherwise modified by unanimous vote of the Executive Committee.
Section 3. VACANCIES: The vacancy of any Regional Vice President position shall be filled by appointment of the Executive Committee. The person appointed to hold the office replacing the vacancy will serve until the Executive Committee’s next semi-annual meeting, at which time either a replacement will be named or the appointed person’s term extended.

Section 4. DUTIES: Regional Vice Presidents serve as the Society’s representative coordinators in designated regions, responsible for the Chapters’ activities within their assigned regions. They shall closely monitor, assist, participate and provide feedback, as appropriate, to the Society’s leadership on a regular basis, and will assist in arranging regional meetings as directed by the Executive Committee.

Regional Vice Presidents will work closely with the Secretary and accept special projects as assigned by the President and the First and Second Vice Presidents. They shall promote chapter activities, review the Chapter President’s Manual with each chapter president and shall visit each chapter within their region once each year, revitalizing existing chapters and promoting new ones. At their discretion, and with the approval of the Executive Committee, they may appoint a Regional Director of Programming, and/or a Regional Treasurer and/or other positions deemed useful by the Executive Committee. Job descriptions for these positions appear in the Chapter President’s Handbook.

ARTICLE V- CLASS DIRECTORS

Section I- CLASS DIRECTORS
Class Directors are representatives of their graduating class to the Society. Class Directors are appointed by the School’s Director of Alumni Affairs and shall serve for two years or until a successor has been appointed. The Directors from odd-numbered classes shall be appointed in odd-numbered years and Directors from even-numbered classes shall be appointed in even-numbered years.

ARTICLE VI: COMMITTEES

Section 1. COMMITTEES, STANDING: The standing committees of the Society shall be: Executive Committee and the Honorary Membership Committee.

   a. Executive Committee: The Executive Committee shall consist of the President, the Immediate Past President, First Vice President, Second Vice President, Secretary, Treasurer (providing that the Treasurer is not an employee of Cornell University). The appointed officers (Secretary, and Treasurer) will be ex-officio members of the Committee. The President serves as a chairperson. Three voting members constitute a quorum.

   b. Honorary Membership Committee: Upon recommendation of the President, the Executive Committee shall appoint an Honorary Membership Committee of five members, one of whom will be designated and serve as a chairperson. This committee shall review and take action on each application submitted for Honorary Membership in the Society.
Section 2. COMMITTEES, SPECIAL: The President may establish special committees to address special issues, and may appoint their members and chairpersons. Such committees shall continue to exist until concluding their original assignment or discharge by a subsequent Society President. It is recognized that Society officers and members may be requested to serve on special committees constituted by Cornell University, the School or industry organizations. The current Chair of the CHS Foundation, the three immediate past presidents of the Society and the Dean of the School will serve in an advisory capacity to the Executive Committee.

ARTICLE VII: DUES
Section 1. DUES: Annual dues shall be charged Regular and Affiliate Members on the basis and in the amounts recommended and approved by the Executive Committee. A record of such dues will be published in the minutes of the Committee meetings.

Section 2 EXEMPTION: Those elected as Honorary Members as defined in Article III, Section 3 a. 6, and the School’s faculty as defined in ‘Section 2, b’ and School administrators defined in ‘Section 2, e’ are exempt from paying dues to the Society until they retire or otherwise depart from the School.

Section 3. LIFE MEMBERSHIP: Life Membership is available to any member whose dues are current and in an amount to be established by the Treasurer and approved by the Executive Committee. A record of such dues will be published in the minutes of Committee meetings. Funds collected for Life Membership shall be accounted for separately and allocated to general operating funds. A membership card shall be issued to Life Members.

Section 4. NONPAYMENT OF DUES: Nonpayment of current dues is cause to deny services of the Society to such non-paying members. Dues not paid by 31 December will be considered to be in arrears.

ARTICLE VIII: FISCAL POLICIES
Section 1. FISCAL POLICY: The Society has been incorporated in the State of New York, and shall maintain its status as a tax-exempt entity under Section 501 (c) (3) of the Internal Revenue Code of 1986.

Section 2. ANNUAL BUDGET: The fiscal year of the Society begins January 1 and ends December 31. The Treasurer will present an annual budget to the Executive Committee at its semi-annual meeting in November. The annual budget will receive Executive Committee approval with an affirmative two-thirds (2/3) vote of those present. The Treasurer must receive written Executive Committee approval for expenditures exceeding budgeted amounts. At the discretion of the President and the Executive Committee, a three-to five-year (3-5 year) budget may be prepared for Society information and planning purposes only.
Section 3. CORNELL HOTEL SOCIETY FOUNDATION: The CHS Foundation is a separate legal entity with its own structure, by-laws, and tax returns. All former presidents of the Society and voting members of the Executive Committee are invited to be trustees of the Foundation. While the Foundation is not a division or subsidiary of the Society, it will work closely with the Society’s Executive Committee in supporting the School.

ARTICLE IX: MEETINGS

Section 1. MEETINGS, SOCIETY: The Society shall hold two general membership meetings annually, one in Ithaca during HEC in the spring and the other in New York City during the Hotel Show week in the fall.

Section 2. MEETINGS-EXECUTIVE COMMITTEE: The Executive Committee shall hold two (2) regular meetings each year, both within three (3) days prior to the Society’s semi-annual general membership meetings, and other meetings at any time and place determined by the President. In addition, the President may hold monthly conference calls with members of the Executive Committee.

Section 3. MEETINGS, SPECIAL: Special meetings of the Society, including their time and place, may be called by a majority vote of the Executive Committee.

Section 4. MEETINGS, NOTICES: Printed notices and agendas of all regular or special general membership meetings shall be distributed by the Executive Secretary at the direction of the President at least twenty (20) days in advance of a meeting date. These will be distributed by e-mail and, to those members who do not have an e-mail address on file with the Society, by regular U.S. mail. The dates of the Executive Secretary’s e-mail and mailing records shall constitute delivery of such notices. The president will direct the conference calls with the Executive Committee. Dates will be set one month ahead, with adjustments, if necessary two weeks (14 days) before the call. The agenda will be sent to Executive Committee members a minimum of one week before the call; a reminder will be sent by the Secretary one day prior to the call with another copy of the agenda. Minutes will be prepared and forward to members of the Executive Committee within one week of the previous call.

Section 5. ORDER OF BUSINESS: The order of business for any annual, semi-annual, or special general membership meeting shall be compiled by the Secretary for the approval of the President or other officer presiding.

Section 6. QUORUM: A quorum at a general Society meeting shall be twenty-five (25) Regular Members in good standing. A quorum at Executive Committee meetings shall be three (3) members, upon certification by the Executive Secretary that due notice has been sent to all members.

Section 7. VOTING: The right to vote is vested in Regular Members in good standing, each member having a single vote. A vote for by-law amendments must be passed, in any meeting, by a two thirds (2/3) majority of those present. A simple majority will
resolve other issues. Voting may be by voice, by show of hands, by roll call, or by secret ballot of members present. Any electronic devices used for voting purposes shall have votes subsequently confirmed in writing.

Section 8. RULES OF ORDER: the latest edition of Roberts’ Rules of Order will control the parliamentary procedure of Society meetings.

ARTICLE X: CHAPTERS & REGIONS

Section 1. CHAPTER DEFINITION: A chapter is defined as any locally or regionally organized group of ten (10) or more members in good standing of the Society. Members of any category of the Society may organize into chapters.

Section 2. FORMATION: Any group defined in Section 1 of this article may, upon application to the Executive Committee and with their approval, be granted permission to set itself up as a part of the Society, and use the name “(name) chapter of the Cornell Hotel Society,” whose name will be assigned by the Executive Committee.

Section 3. ORGANIZATION: Chapters may establish bylaws patterned after the Society’s bylaws, collect chapter dues, conduct business, and develop social activities fulfilling the Society’s objectives. None of its activities may contravene the Society Bylaws, and the Society is in no way financially responsible for any chapter or region’s financial obligations. Should the conduct of the chapter not be in accordance with Society objectives, it will be stricken from the Society’s chapter roster and will surrender its charter upon request by the Society’s Executive Committee.

Section 4. REGION DEFINITION: The Society is divided into geographical regions to monitor, assist, participate and provide feedback, as appropriate, to the Society’s leadership and to promote regional and chapter activities, revitalize existing chapters and promote new ones. A current list of regions and chapters can be found on the Society’s web site.

ARTICLE XI: AMENDMENTS

Section 1. AMENDMENTS: Society Bylaws may be altered, amended, or repealed by a two-thirds (2/3) vote of Regular Members present at a semi-annual general membership meeting, unless five (5) members in attendance request a written ballot of the membership. At such an occurrence, a simple majority vote will prevail, provided due notice was given of contemplated changes, the meeting date, its place and must have been accompanied by a recommendation of the Executive Committee and must have been sent to all Regular Members. Amendments are effective immediately following their approval unless otherwise specified.

ARTICLE XII: DISSOLUTION

Section 1. DISSOLUTION: Should dissolution of the Society occur, upon its dissolution, the total assets of the Society shall be transferred to Cornell University for their administration, designated for exclusive use by the School of Hotel Administration.

Updated April 4, 2008