

## **By-Laws**

### **Pembroke Center Associates Council**

#### **Purpose**

The Pembroke Center for Teaching and Research on Women (the “Center”) plays a unique role at Brown University. Founded in 1981, the Pembroke Center was named in honor of Pembroke College in Brown University, and the women of Pembroke and its predecessor, the Women’s College. It also honors those early women who fought to gain access to higher education and who raised the money to build Pembroke Hall in 1897. Although established to explore the cultural and social meanings of gender, the Center’s research quickly expanded to include the many other differences critical to the understanding of gender: ethnicity, race, nationality, and economics. In an era that seems torn by clashes of all types, the Pembroke Center explores the ways questions of difference affect our thinking and our world.

The Pembroke Center offers a broad range of research, teaching, and alumnae/i programs. Its interdisciplinary research program, which draws scholars from around the world, has earned a reputation for excellence. Its scholarly journal, *differences*, the premier journal in feminist cultural studies, enjoys a worldwide readership. The Center’s work to preserve the history of women at Brown and in Rhode Island has produced the Christine Dunlap Farnham Archives, a rich resource for scholars. The Pembroke Center is led by a Director with a faculty advisory board.

The Pembroke Center Associates (the “Associates”) is an organization of alumnae/i and friends founded in 1983 to secure the programs of the Center and provide opportunities for alumnae/i to participate in the Pembroke Center’s programs. Its purpose is two-fold: first, to support the Pembroke Center through charitable donations; second, to offer programs for and by alumnae/i that complement the work of the Center and provide alumnae/i with unique opportunities to stay intellectually engaged with Brown University.

The Pembroke Center Associates Council (the “Council”) serves as the Associates’ advisory board. The Council governs itself as an advisory board and elects its members from the roll of current Associates or alumnae/i active in other areas of Brown. The Council publicizes the work and resources of the Pembroke Center, develops alumnae/i programming, advises the Director of the Pembroke Center and staff on matters of policy pertaining to the Associates, works to expand the Center's financial resources and base of support, and performs such additional functions as the Director may request.

The Council shall always be referred to as the Pembroke Center Associates Council.

#### **Organization**

##### **1. Membership**

###### *Qualifications:*

Council members are selected because they have the potential to make an important contribution to the work of the Council and because they represent diverse experiences, talents, ages,

ethnicities, and geographic residences. All Council members must be members in good standing of the Associates organization.

*Expectations:*

Council members are expected to prepare for and attend Council meetings, serve on at least one Council committee, make a personal contribution to the annual operations of the Center, help to increase the Associates membership, and help to enhance the Center's presence and program.

*Election and Term of Service:*

The Council comprises 18 to 25 members. The Council elects approximately one-third of its members each year. Each member is elected to serve a three-year term. Terms may be extended to allow service as Vice Chair and Chair.

Pembroke Center staff members are non-voting *ex officio* members of the Council. Past Chairs may be invited to serve as *ex officio* voting members of the Council. The Council may invite other members who have served on the Council or work in the University community, such as representatives of the Alumni Relations Office, the Office of Advancement, and the Office of Media Relations.

If a Council member has become inactive, missed three meetings consecutively without an excuse or otherwise failed to contribute to the work of the Council, the Council may end that member's term and fill the resulting vacancy.

Council members do not receive compensation or expense reimbursement for their service on the Council.

## **2. Meetings**

Council meetings occur three times a year, in the fall, in the winter, and during Commencement weekend. The Commencement weekend meeting serves as an "annual" meeting for the election of Council members and officers. The Chair may call a special meeting of the Council at any time.

Meeting dates for the coming academic year are set and publicized to the Council at or before the Commencement weekend meeting.

A quorum is the Council members present at any meeting. Passage of a motion requires a simple majority, i.e., one more than half of the members attending the meeting.

The Council may use telephonic and electronic means for members to attend meetings and make and vote on motions if doing so would enable the Council members to achieve a special goal .

## **3. Officers**

The Council is led by a Chair who serves for a two-year term. The Chair is responsible for setting the date and agenda for each Council meeting, for chairing the meetings, for consulting

on a regular basis with the staff of the Pembroke Center, and for appointing members to standing and *ad hoc* committees. The Chair shall serve as an *ex officio* member of each committee.

The Chair is assisted by a Vice Chair whose term is also two years. The Vice Chair assists the Chair in meeting the Chair's responsibilities and, in the Chair's absence, assumes those responsibilities. The Vice Chair is expected to be the succeeding Chair.

The Secretary is the recorder and keeper of the Council records. The Director of Alumnae/i Affairs of the Center, or her designee, shall serve as the Secretary of the Council.

#### **4. Committees**

The Council has six standing committees, as described in this section. The Chair, with the advice and consent of the Council, also may establish, from time to time, as necessary or desirable, *ad hoc* committees to address emergent or special issues.

The Chair is responsible, at or before the fall meeting of the Council, for appointing current and newly named Council members to the Council's standing committees and any *ad hoc* committees existing at the time. All committees work between Council meetings in close consultation with the staff of the Center and other appropriate campus individuals, groups, and committees.

The officers and committee chairs in concert with the staff of the Center will establish goals for the Council for each year and for implementing any existing long range plan of the Council. They will ensure that the work of individual committees is integrated across the Council and supports those goals.

Set forth below is a list and description of the standing committees of the Council.

1. The Program Committee. This committee is charged with defining, planning, and executing the Commencement Forum, alumnae/i forums, and other events such as public lectures and symposiums sponsored by the Associates to enhance the visibility of the Center and to provide a service to alumnae/i in context of the Center's mission.
2. The Communications Committee. This committee assists the Center in identifying audiences and developing key marketing messages to be delivered in the print and electronic media for the purpose of publicizing the Center and the Associates. In addition, this committee is responsible for pursuing alternative methods of and vehicles for outreach to Brown's diverse constituencies.
3. The Nominating Committee. This committee consists of the Director of the Pembroke Center, the Chair and Vice Chair of the Council, the Director of Alumnae Affairs of the Center, and one additional member. Each year, no fewer than 30 days before the annual meeting, the committee nominates five or more Associates for new or renewed membership on the Council, orients new members once they are elected, and organizes a celebration of the service of retiring members. On alternate years, the committee

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proposes, from the existing membership of the Council, nominees for the positions of Chair and Vice Chair.

4. The Development Committee. This committee designs and helps to implement an ongoing campaign to promote annual giving, planned giving, bequests, gift annuities and other vehicles for the benefit of the Center.
5. The Membership Committee. This committee is responsible for retaining and increasing membership in the Associates.
6. The Archives Committee. This committee works to maintain, develop, and expand the Christine Dunlap Farnham Archives and the Elizabeth Weed Feminist Papers within the Brown University Library.

Changes in these bylaws may be made at any time by vote of the Council.

To contact the Pembroke Center Associates Council:

Pembroke Center  
Brown University  
Box 1958,  
172 Meeting Street  
Providence, RI 02912  
Telephone (401) 863-2643  
Fax (401) 863-1298

October 2002  
Revised May 2009