

International House



*International House*  
*By-Laws of the*  
*Residents' Council*

**(A New York Not-for-Profit Corporation)**  
**INCLUDING AMENDMENTS THROUGH JUNE 16, 2010**

Preparing leaders for the global community

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**By-Laws of the Residents' Council**  
**Amended Through June 16, 2010**  
**INTERNATIONAL HOUSE**  
**NEW YORK**

**ARTICLE I**

**SECTION 1 FUNCTION**

Acting as resident representatives, it shall be the function of the Residents' Council (the "Council") to advise the President in the affairs of International House by communicating the views and concerns of the Resident Members to the President in the spirit of partnership. Secondly, it is the function of the Council to inform the Resident Members of its decisions. In order to perform this responsibility, the Council has the ability to communicate with residents. These functions shall be carried out in accordance with the provisions in these By-laws, and for that purpose the Council may form an ad hoc committee, a working group or other similar mechanism to meet its communication needs. These functions are performed to promote the general welfare of the members of International House, and to foster a spirit of community and international understanding among the members, as part of International House's mission of preparing leaders for the global community.

**SECTION 2 COMPOSITION**

The Council shall be composed of representatives of the Resident Members of International House. The representatives shall be elected in accordance with the procedures in Article I, Section 3 and Article I, Section 7. The Council shall be composed of seven (7) At-Large Representatives and eight (8) Regional Representatives. The Regional Representatives shall represent Resident Members from the following regions: Africa, East and Southeast Asia, Europe, Latin America and the Caribbean, the Middle East, North America, Oceania, and South Asia. These regions are subject to periodic review by the Transition Coordinator, who shall also resolve issues as to which region a country falls in. Such decisions shall be subject to the approval of the Programs & Resident Life Office. There shall be no fewer than nine (9) and no more than fifteen (15) Council members at any given time.

**SECTION 3 ELECTION AND APPOINTMENT TO THE COUNCIL**

Any Resident Member of International House in good standing is eligible for membership of the Council, in accordance with such policy as the Council deems appropriate, and in accordance with such plan as is from time to time approved by the Board of Trustees or

its Executive Committee. Electoral procedures for the officers and members for the forthcoming academic year shall be determined by the Council currently in office, or, in the event of a lack of action by the Council, such procedures as were used to constitute that Council shall be carried over into the next year. Resident Members may nominate as a candidate themselves, or one other person, subject to that person's approval.

The elections shall be held no later than the last business day of the third week of September, in order to ensure resident representation as soon as possible each academic year. It is the responsibility of the Transition Coordinator, working in conjunction with the Program & Resident Life Office as detailed in Article V, to ensure that the timetable is respected. Members of the previous year's Council still residing in International House may be called upon to assist.

Each candidate's statement shall be distributed through the Programs & Resident Life Office, with the assistance of the Transition Coordinator, in order to ensure equitable treatment and to overcome cultural differences regarding electoral procedure. Candidates for election will not be permitted to distribute their own campaign materials on the Programs & Resident Life Office notice-boards, in mailboxes, in public spaces or in resident rooms. Nor shall mass distribution of campaign messages through e-mail, voice-mail or other means be permitted, in the interests of privacy. Any issues as to the interpretation of these rules shall be resolved by the Transition Coordinator, in coordination with the Programs & Resident Life Office. It is expected that a Candidates' Night will be held, organized by the Programs & Resident Life Office, when all candidates for election will have a chance to speak to Resident Members and answer their questions.

Each Resident Member in good standing has one (1) vote for the election of his or her Regional Representative, and three (3) votes for the election of At-Large Representatives. No more than one (1) vote may be cast by each Resident Member for any one candidate.

The Programs & Resident Life Office shall, in collaboration with the Transition Coordinator, facilitate an orientation program for newly-elected Council members which includes team-building, promptly following the elections.

The Council may also decide to hold further elections during its term, in accordance with the provisions of Article I, section 7, should it deem it necessary to fill positions.

#### SECTION 4 POSITIONS IN THE COUNCIL

- A. At the first meeting following their election, Elected Members shall meet to allocate the positions on the Council in accordance with this Section. Such meeting may be adjourned for as long as is necessary to fill the positions. All positions in Section 4B and 4C must be filled. Members may hold more than one position if deemed necessary and appropriate by the Council.

B. The positions of:

- (i) the President of the Council;
- (ii) the Resident Trustee who concurrently represents the Council on the Board of TrusteesøHouse Committee;
- (iii) the Resident Trustee who concurrently represents the Council on the Board of TrusteesøPrograms & Resident Life Committee; and
- (iv) the Secretary;

shall be allocated in the following manner:

- (a) All Elected Members are to be listed according to the number of votes received;
- (b) The Member with the highest number of votes has a right ó but is not obliged - to choose amongst the positions set out above;
- (c) The Member with the next highest number of votes will then choose amongst the remaining positions;
- (d) In the event of a tie there shall be a secret ballot among all Members to determine priority;
- (e) Any position left unfilled after the last Elected Member on the list has made her choice under the method set out above may be filled by secret ballot of all Elected Members who are present at the meeting.

C. The following positions shall be allocated by a secret ballot of all Elected Members present at the meeting.

- (i) the Vice President,
- (ii) the Treasurer,
- (iii) the Chair of the (ResidentsøCouncil) Business and House Committee,
- (iv) the Chair of the (ResidentsøCouncil) Programs & Resident Life Committee,
- (v) the Chair of the (ResidentsøCouncil) Development & Alumni Relations Committee, and
- (vi) the Chair of the (ResidentsøCouncil) Admissions and Scholarship Committee.

There shall be a separate ballot for each position and the allocation shall be carried out sequentially in the order set out above.

D. ResidentsøCouncil appointees to Board of TrusteesøCommittees.

There shall be three members of the ResidentsøCouncil who will represent the Council at the meetings of the Board of TrusteesøHouse Committee. They shall be:

- (i) the Chair of the (ResidentsøCouncil) Business and House Committee elected under sub-section C(ii),
- (ii) the Resident Trustee elected under sub-section B(ii),
- (iii) one other Member who shall be elected by secret ballot of all Members present.

There shall be three members of the Residents' Council who will represent the Council at the meetings of the Board of Trustees' Programs & Resident Life Committee. They shall be:

- (i) the Chair of the (Residentsø Council) Programs & Resident Life Committee elected under sub-section C(iii),
- (ii) the Resident Trustee elected under sub-section B (iii),
- (iii) one other Member who shall be elected by secret ballot of all Members present.

E. Residentsø Council Admissions and Scholarship Committee and appointees to the International House Admissions Committee.

There shall be two members of the Residentsø Council who shall form the (Residentsø Council) Admissions and Scholarship Committee and who will represent the Residentsø Council at meetings of the International House Admissions Committee. The two (2) Members must commit themselves to the position for the full academic year. They shall be:

- (i) the Chair of the (Residentsø Council) Admissions and Scholarship Committee elected under sub-section C(v);
- (ii) one Member who shall be elected by secret ballot of all Members present.

F. Unless the Residentsø Council determines otherwise, there is no limitation on the number of members who may sit on the Business and House Committee, the Programs & Resident Life Committee and the Development & Alumni Relations Committee of the Residentsø Council. Following allocation of all positions in sub-sections B - E, all members may choose on which Residentsø Council committees they wish to serve. For the avoidance of doubt, a position holder, who by nature of that position chairs or sits on a particular committee, may choose to serve on other committees. Members may join a committee at a later date, subject to the approval of the Chair of that committee.

## SECTION 5 TERM OF OFFICE

The term of office of a member elected to the Council, except Resident Trustees, is until the end of the current academic year. If Council members remain in residence during the summer recess, or the following academic year, they may be called upon to serve and give advice or input on International House policies until such time as the next Council is elected. Resident Trusteesø term of office shall expire upon the election of new Resident Trustees, in order to ensure resident representation at all Board of Trustee meetings. Council members may be re-elected.

## SECTION 6 REMOVAL

A Council member may be removed from office for cause by a two-thirds vote of the total Council membership, such vote to be taken at a duly constituted meeting of the Council

or by a written petition of a simple majority of his or her constituency (that is, the region which he or she represents, or the entire resident body for At-Large Representatives), which is presented to a member of the Council favorably acted upon by a two-thirds vote of the total Council membership at a duly constituted meeting of the Council.

#### SECTION 7 ELECTIONS DURING THE ACADEMIC YEAR

The Council may decide it is necessary to fill vacancies for At-Large or Regional Representatives at any time during its term of office. In such a case, it shall invite nominations from eligible Resident Members, over a period of not less than two weeks. It shall publicize candidate statements, and all candidates for a post shall be given the opportunity to speak, and respond to Resident Members' questions, at the next suitable regular meeting of the Council. The election shall be publicized at least one week in advance. All Resident Members attending that meeting shall be eligible to vote in a secret ballot for At-Large Representatives. Regional Representatives shall be elected by the same procedure of a secret ballot of all eligible Resident Members attending that meeting. The term of office of Council members elected under this section shall end at the end of the current academic year, although as under Article I Section 5, they may be called upon to assist if they remain in residence during the summer or the following year. Should a Member elected under this section be a Resident Trustee, his or her term of office as a Resident Trustee shall last until new Resident Trustees are elected. Members elected under this section may be re-elected.

#### SECTION 8 ABSENCES

Two (2) absences by a Council member from regular Council meetings in one semester shall be grounds for removal from the Council in accordance with Article I, Section 6. Written proxy to another member does not constitute attendance.

#### SECTION 9 RESIGNATION

Any member desiring to resign from a position or from the Council shall submit his or her resignation to the President of the Council in writing, who shall submit it to the general body of the Council for consideration. Should a member's resignation be accepted, he or she may be replaced in accordance with the procedures referred to in Article I, Section 7.

### **ARTICLE II DUTIES OF OFFICERS**

#### SECTION 1 PRESIDENT OF THE COUNCIL

The function of the President of the Council shall be to call and to preside at the meetings of the Council; to set the agenda for meetings; to represent officially the Council when such representation shall be required; to coordinate the various activities of the Committees and receive regular reports from the Committee Chairs, the Treasurer and

the Resident Trustees; to manage the budget and carry out budgetary decisions of the Council, to serve as the official spokesperson for the views of the Council, and be a member of the Council group in charge of implementing the Council's communications strategy. The President shall report back to the full Council concerning the subject matter of his/her meetings that take place from time to time as agreed upon with the President of International House. In addition, the President of the Council may make executive decisions when required in extraordinary circumstances, such decisions to be reviewed at the next duly convened meeting.

## SECTION 2 VICE PRESIDENT

The Vice President shall perform the responsibilities of the President of the Council in the President's absence, or as the President may delegate from time to time. The Vice President may, if available, join the meetings of the Council President with the President of International House.

## SECTION 3 RESIDENT TRUSTEES

The two (2) Resident Trustees shall be presented for election as full members of the Board of Trustees. As such, they shall have full voting rights and other usual privileges and responsibilities. In addition to their role as Council members, the Resident Trustees shall represent the interests of the Resident Members of International House and provide a resident perspective to assist the deliberations of the Board. They shall explain to the Board the activities and decisions of the Council. In turn, the Resident Trustees shall inform the President of the Council, the Council members and the Resident Members of the activities and decisions of the Board.

## SECTION 4 SECRETARY

The Secretary shall take minutes of all meetings of the Council. These should be filed and passed on to Council members within 7 days in the case of any closed Council meetings. The minutes of regular Council meetings should be filed and passed on to Council members, the President of International House and senior staff within 7 days. If for any reason the Secretary is unable to attend a meeting, it is his or her responsibility to find a deputy. The Secretary is responsible for maintaining a full set of minutes once they have been approved by the Council, and for making them available to Resident Members.

## SECTION 5 TREASURER

The Treasurer shall coordinate with the Office of Programs & Resident Life to keep track of and record all expenses of the Residents' Council, and shall regularly inform the Council of the expenses and the balance remaining. The Treasurer shall also be responsible to report expenses and insure that budgetary and reimbursement requirements are promptly met with the Office of Programs & Resident Life.



## SECTION 6 COMMITTEE CHAIRS

The chairs of the four (4) committees detailed in Article IV shall be responsible for coordinating the activities of the committees, and for regularly informing the President of the Council, the Council and the Resident Members about their activities and decisions, except where this would compromise confidentiality and the privacy of Resident Members.

## ARTICLE III MEETINGS

### SECTION 1 REGULAR MEETINGS

There shall be at least one (1) regular meeting of the Council held each month from October through April. All other meetings shall be held at the discretion of the President of the Council with the approval of a simple majority of the Council. The President of International House shall be invited to attend the monthly Regular and Special meetings of the Council as defined in this Section and Section 2 that are open to Resident Members and may send other staff members as representatives. The Council may also independently meet with residents as it deems appropriate.

### SECTION 2 SPECIAL MEETINGS

Special meetings of the Council may be called at any time by the President of International House, by the President of the Council, or by the written request of no fewer than one-third of the Council members. Written notice of such special meetings, stating the time and the place thereof, shall be sent to each Council member at least three (3) days prior to the meeting.

### SECTION 3 QUORUM

At the meetings of the Council, a majority of the members shall constitute a quorum for the transaction of business, but in the absence of a quorum, a majority of those present may adjourn the meeting from time to time until such time as a quorum shall be present. If a quorum is not present, no binding vote may be taken.

### SECTION 4 VOTING

In order for a vote to be binding, at least two-thirds of the members of the Council must vote. Except as otherwise provided in these By-laws, a simple majority of those members of the Council constitutes a decision of the Council.

A Council member who is entitled to vote yet unable to attend a meeting may vote by a written proxy to another member.

#### SECTION 5 MINUTES

Copies of the minutes of meetings shall be distributed to appropriate persons by the Secretary as described in Article II, Section 4. Minutes shall become official when approved at a subsequent Council meeting.

### ARTICLE IV COMMITTEES

#### SECTION 1 COMMITTEES

The Council shall have the following standing committees: the Business and House Committee, the Program & Resident Life Committee, the Admissions and Scholarship Committee and the Development & Alumni Relations Committee. Committees shall meet regularly and report their activities to the full Council at its regular meetings.

Although the Chair of each committee shall be a member of the Council, other Resident Members may be invited to join any of the committees.

#### SECTION 2 RESPONSIBILITIES

The committees, their Chairs and their members shall be responsible for the following:

##### 1) THE BUSINESS AND HOUSE COMMITTEE

The Business and House Committee shall discuss and communicate Resident Members' views and concerns on matters relating to resident services at International House, such as, but not limited to, physical plant, security, telephone services, resident financial matters and dining services operations. It shall also coordinate with the Director of Resident & Auxiliary Services so that regular meetings with Resident Members and the provider of dining services take place to ensure input on all matters relating to dining services. The Chair of this committee shall be proposed as a resident member of the House Committee of the Board of Trustees.

##### 2) THE PROGRAMS & RESIDENT LIFE COMMITTEE

The Programs & Resident Life Committee shall advise the Programs & Resident Life Office on matters relating to programs and resident life, serving as a liaison between the Resident Members and that office. It shall advise the Programs & Resident Life Office in the evaluation of resident responses to programs and resident life issues. The Chair of this committee shall be proposed as a resident member of the Programs & Resident Life Committee of the Board of Trustees.

### 3) THE DEVELOPMENT & ALUMNI RELATIONS COMMITTEE

The Development & Alumni Relations Committee shall communicate Resident Members' views and concerns to the Development & Alumni Relations Office, and may suggest alumni activities, and ways of promoting interaction between current Resident Members and alumni of International House.

### 4) THE ADMISSIONS AND SCHOLARSHIP COMMITTEE

The Admissions and Scholarship Committee shall communicate Resident Members' views and concerns about policies relating to admissions and the allocation of scholarships. The Chair and members of this committee cannot, during their term of office on this committee, be applicants for or recipients of scholarships administered through the Admissions Office. Should this situation occur, the individual must resign his or her position on this committee, although he or she would remain a member of the Council and would be encouraged to select another position or join another committee. The Chair and another member of this Committee shall be proposed as resident members of the Admissions Committee of International House.

## ARTICLE V YEARLY COUNCIL TRANSITION

### SECTION 1 TRANSITION COORDINATOR

At the end of the academic year, it shall be the responsibility of the members of the acting Council to elect one of their returning members, or a returning Resident Member, and an alternate, to act as a Transition Coordinator. This should be decided upon by the penultimate meeting so that, if necessary, the returning Resident Member may attend the last Council meetings and receive all the necessary documents and information. The Transition Coordinator and alternate shall invite other Council or Resident Members to assist in the transition process, and may form a Transition Committee.

### SECTION 2 FUNCTION OF TRANSITION COORDINATOR

The Transition Coordinator shall be responsible for ensuring an expeditious transfer of records and information from the previous Council to the next. He or she shall also be responsible for ensuring representative and timely elections for the following year's Council in accordance with Article I.

These functions include ensuring there is adequate and timely publicity for the elections, and of the procedures for being a candidate, and of the responsibilities of elected members, including the term of office of one full academic year and the allocation of

posts on the Council according to these By-laws. The Transition Coordinator shall ensure that this publicity is evenly distributed throughout both International House North and South. He or she shall ensure that there are no breaches of the rules relating to distribution of campaign materials by candidates contained in Article I, Section 3. He or she shall contact Resident Members who have been nominated by other Resident Members to obtain their approval for their candidacy. He or she may request the President of International House to send a memorandum to all Resident Members in the first week of September advising them of the forthcoming elections and encouraging their active participation. He or she should work with the Resident Fellows to ensure that they publicize the elections on their floors.

### SECTION 3 TRANSITION COORDINATOR'S ELIGIBILITY FOR ELECTION TO THE COUNCIL

The Transition Coordinator, and any other persons involved in the transition process, may run for election to the Council. However should this happen, precautions must be taken to ensure that the election procedure is fair and is seen to be fair. Therefore, in such case, the Transition Coordinator or other candidates involved in the transition process, shall not count votes, but shall ensure that an impartial person or persons does so. Complaints about the Transition Coordinator's conduct during the election process, including compliance with the rules relating to distribution of campaign materials contained in Article I, Section 3, shall be directed to the Programs & Resident Life Office.

### ARTICLE VI PARLIAMENTARY AUTHORITY

The procedures for any and all deliberations of the Council shall be in accordance with the most recent edition of The Robert's Rules of Order, except where this is inconsistent with these By-laws, in which case these By-laws shall take precedence.

### ARTICLE VII ADOPTION AND AMENDMENT PROCEDURES

#### SECTION 1 ADOPTION

These By-laws shall be adopted by a vote of no fewer than two-thirds of the members of the Council eligible to vote and present in person or by proxy at a duly constituted meeting of the Council. These By-laws shall take effect if approved by the Board of Trustees or its Executive Committee.

#### SECTION 2 AMENDMENT

Amendments to these By-laws may be proposed by the Board of Trustees, its Executive Committee, or the Council.

A) Amendments proposed by the Council must first be adopted by a vote of no fewer than two-thirds of the members of the Council eligible to vote and present in person or by proxy at a duly constituted meeting of the Council. The Council's

proposal will take effect if approved by the Board of Trustees or its Executive Committee.

B) Amendments proposed by the Board of Trustees or its Executive Committee shall take effect either if:

- (i) the Council approves the amendment by a two-thirds majority of those members eligible to vote and present in person or by proxy at a duly constituted meeting of the Council, or
- (ii) in the event of the Council failing to approve a proposed amendment by a two-thirds majority, it is resubmitted to the Board of Trustees, and two-thirds of the members of the Board eligible to vote and present in person or by proxy at a duly constituted meeting of the Board determine that such amendment is in the best interests of International House.