Aims of the Society

The Society will:

- provide a thoughtful, stimulating, and knowledgeable forum for the analysis and discussion of issues with particular impact on the lives of African Americans at Duke University;
- address the organizational and structural issues that impede the trust, candor and broad participation necessary for the development of a sense of community at Duke;
- examine the historical experiences of various cultures and nationalities in order to develop an enlightened appreciation of the struggles and values of each;
- work to enhance Duke University's capacities for becoming a truly inclusive community;
- assess the University's progress toward the achievement of these objectives.

Society Constitution and By-Laws

Constitution

Article 1. The name

The name of the organization is the Samuel DuBois Cook Society.

Article 2. The purpose

The Samuel DuBois Cook Society was founded in 1997 and named to honor Dr. Cook, the first person of African American descent to be appointed to the faculty of Duke University. The Society was founded to recognize, celebrate, and affirm the African American presence at Duke University.

Article 3. Membership

Membership is open to students, employees, alumni, and trustees of Duke University, as well as anyone else committed to developing a Duke community in which African Americans can thrive.

Article 4. The officers and their election procedure

Officers: The officers shall consist of the Convener, Secretary, Treasurer, and Business Manager/Publicist. They shall be elected according to the procedures laid out in the By-Laws.
Article 5. The Executive Committee

The Executive Committee shall consist of the officers of the Society and the Chairpersons of each of the Standing Committees. The Convener, with the advice and concurrence of the elected officers, may appoint up to four additional members to the Executive Committee.

Article 6. Required meetings

The Samuel DuBois Cook Society will hold its ANNUAL meeting during the first week of April.

PROGRAM meetings will be held on the third Tuesday of each month from September until June.

SPECIAL meetings may be called at any time with adequate notice.

Article 7. Amendments to the Constitution

Amendments to the Constitution can be made only by a two-thirds vote of the members present. Further, previous written notice must be given to the members at least three months prior to the meeting at which the vote is taken on the amendment.

By-Laws

Article 1. The official name of the organization is the Samuel DuBois Cook Society.

Article 2. The Society's principal location is Duke University, Durham, North Carolina.

Article 3. Statement of purpose

Members of the Society commit themselves to the following objectives:

to nurture a sense of community and belonging for African Americans at Duke University;

to translate the promise and potential of African Americans at Duke into fulfillment and actuality;

to foster positive and constructive interpersonal and intergroup relations within both Duke University's and Durham's African American communities;

to cultivate positive relations between African Americans and other ethnic, racial and national groups on the basis of an enlightened appreciation and knowledge of our historic interdependence.

Article 4. Membership classification, qualification, rights and duties
(a) There are two categories of membership: Active members and Associate members.

Active members commit at least two years to the organizations, serve as a mentor to at least one person of African descent enrolled or employed at Duke, and help carry out the work of the Society through participation in one of the standing committees.

Associate members are committed to the aims of the Society and support the work of the Society to a more limited degree.

Only Active members of the Society are eligible to vote or hold office in the Society.

(b) Dues obligations of members:

Dues are collected by the Treasurer once annually at the same time each fiscal year.

(c) Meetings:

Notice requirements: There shall be a minimum advance notice of two weeks for all meetings. Notices shall be sent via e-mail, with a hard copy sent via campus mail or first class U.S. mail to those members who have no e-mail address or indicate a preference for receiving a hardcopy. Notices of regular meetings will also be posted on the Society's WebPages.

Quorum requirements: A quorum shall consist of the 25% of the Active membership. A simple majority of those in attendance will be sufficient for regular procedures. A two-thirds majority of the Active membership, however, is needed for Amendments to the By-Laws.

(d) Voting procedures: The Society will conduct its business on a consensual basis. When, however, simple consensus is not possible, Robert's Rules will be followed for parliamentary procedures.

**Article 5. Elections**

Nominating Committee: The Society's membership will elect a Nominating Committee. This committee will be charged with preparing a list of nominees, establishing a calendar for elections (including their own) and methods for installation of new officers.

**Article 6. Standing rules and special rules**

None.

**Article 7. Officers and the Executive Committee; Other Committees**

(a) Duties of Officers:
The Convener: The Convener is charged with calling all regular meetings of the society and of the Executive Committee. S/he is also charged with presiding over these meetings. S/he also serves as an ex-officio member of the all standing and ad hoc committees.

The Secretary: The Secretary is charged with recording minutes of the meetings of the Society and the Executive Committee, conducting correspondence on behalf of the Society, and maintaining records of the Society business. The Secretary is also charged with notifying members of the meeting and maintains the Society's Web page.

The Treasurer: The Treasurer will manage all of the Society's finances, and will be charged with collecting and disbursing payments for expenses incurred by the Society. The Treasurer will make an annual report to the Society of the state of its finances.

The Business Manager/Publicist: The Business Manager/Publicist will be responsible for preparing and distributing press releases regarding the Society's activities, negotiating contracts, and making reservations and arrangements as well as other aspects of representing the Society to the public at-large.

(b) Executive Committee:

Duties: The Executive Committee shall be empowered to set the agenda for all Society meetings, and it shall be empowered to perform such actions as cannot be delayed for consideration by the full membership.

Terms of Office: Officers and other members of the Executive Committee will serve one-year terms, with no more than two consecutive terms in that office.

Process for Filling Vacancies: The Executive Committee shall consult with the Nominating Committee to appoint a replacement to fill out the term of the departing officer.

Frequency of Meetings: The Executive Committee shall meet at least four times per year.

(c) Descriptions and Powers of the standing committees:

Committee on Community Forums: This Committee is intended to serve as an educational program committee that provides substantive, structured, inclusive opportunities for the university community and members to learn about issues of race, race relations, and racism in America, and to contribute to the dialogue and discussion on these topics.

Committee on Duke-Durham Interaction: This Committee is charged with promoting the study and discussion of the circumstances of African Americans and other ethnic/racial groups, and encouraging activities for the community that improve the lives of African Americans and their neighbors on the Duke campus and in the Durham community.

Committee on Intercultural Relations: This Committee is charged with initiating and promoting activities which examine the historical experiences of various cultures and nationalities in order
to develop a keener appreciation of the struggles and values of each. This Committee will develop and design research, lectures, workshops, symposia, and other such activities intended to enhance Duke University and/or the local Durham community in this regard.

Committee on Lecture/Workshop Series: This Committee is charged with organizing the annual Cook lecture, and other lectures or workshops that bring colleagues together in order to promote personal friendships and collegial conversation across academic disciplines.

Committee on Mentoring Programs: This Committee is responsible for the design and maintenance of the Society's mentoring program. The Committee is responsible for providing a training module and tracking the participation of Cook Society members in the program.

Committee on State of the University and Duke Health Systems Report: This Committee will produce a yearly report offering information and analysis of issues pertaining to African Americans and other underrepresented groups at Duke University and Duke Health Systems.

(e) Ad hoc Committees:

The Executive Committee shall be empowered to establish and select members of ad hoc committees to address issues of concern to the Society. At the time of establishment, the committee's charge will be clearly specified, as will the tenure of the membership.

(f) Circumstances under which Officers or Executive Committee members may be removed:

Officers of Executive Committee members may be removed from office for failure to perform their duties or if they act in such a manner that brings discredit to the Society. Executive Committee members may be voted out of office by a two-thirds vote of those present and voting at a meeting that has been called by the Executive Committee for this purpose. Alternatively, a meeting may be called by the members themselves on the basis of a petition signed by at least 10% of the Active members of the Society.

Article 8. Fiscal Matters

(a) Designation of the Fiscal Year:

The fiscal year of the Society shall be determined by the Treasurer and the Business Manager/Publicist.

(b) Audit Committee and Audits:

To be arranged.

Article 9. Parliamentary Procedure
Wherever practical, the Society will conduct its business by means of consensus. When expedited decisions or other circumstances require, the Society will follow Roberts Rules of Order.

Article 10. Method of Amending the By-Laws

As stated in the Constitution.

Article 11. Procedure for Dissolving the Organization; Disposition of Assets upon Dissolution

The Society shall be dissolved by a vote of the majority of all members. This vote may be conducted by mail (including e-mail for those members with e-mail capability) or by proxy vote at a meeting called for this purpose. In the event of dissolution, all remaining debts and outstanding obligations of the Society will be paid by the Treasurer. Should any assets remain, these will be given to the United Negro College Fund, or, should that organization no longer exist at the time of dissolution, to some other tax-exempt organization with goals compatible with those of the Society.

Committees

Membership is open to students, faculty, employees, alumni, and trustees of Duke University, as well as anyone else committed to developing a Duke community in which African Americans can thrive.

Active Members: Only active members are eligible to vote or to hold office within the Society. Active members are expected to commit to at least two years participation and accept responsibilities in the following areas:

Mentoring--serving as a mentor to at least one person of African descent who is enrolled or employed at Duke. The mentoring relationship serves to advance an individual towards their potential and to enable them to contribute more fully to the enrichment of Duke's intellectual and institutional life.

Committee work--carrying out the work of the Society through participation in one of the Standing Committees.

Associate Members: These are persons who are committed to the Society's goals, but cannot accept the responsibilities of active membership, but support the work of the Society in a variety of more limited ways.