

CONSTITUTION OF THE DARTMOUTH ALUMNI ASSOCIATION

2006

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CONSTITUTION OF THE DARTMOUTH ALUMNI ASSOCIATION

PREAMBLE

In the name of fellowship and with fierce love for Dartmouth College, we, the men and women of Dartmouth College, do establish an alumni Constitution that gives voice to all men and women of Dartmouth, provides for a democratically elected and broadly representative alumni governance system, and affirms individual participation in the choice of alumni and College leadership. Its purpose is to invigorate and encourage alumni participation and support from every quarter, facilitate the exchange of ideas and opinions between alumni and the College, strengthen alumni institutions, and maintain and nurture the historic role alumni have held in the life of the College. By this Constitution, the partnership between Dartmouth and her alumni stands strong. All alumni are welcome, all shall be heard, and all may serve.

ARTICLE I: NAME AND MISSION

- 1.1 The name of the Association shall be the Dartmouth Alumni Association (hereinafter “Association”).
- 1.2 The Association shall seek to promote the welfare and educational goals of the College as a helpful partner of the College’s governing bodies by supporting their governance activities with and through the alumni. It also shall be dedicated to connecting and engaging all Dartmouth men and women (hereinafter “alumni”) and to nurturing strong lifelong bonds between the College and members of the Dartmouth family.

ARTICLE II: MEMBERSHIP

- 2.1 The following shall become members of the Association and as such shall be entitled to vote on all matters coming before the Association for a vote:

Every person who has ever matriculated as a full-time undergraduate or graduate student in pursuit of a Dartmouth degree at the College or at the Medical School, the Thayer School of Engineering, or the Amos Tuck School of Business Administration, on the normal commencement date for his or her matriculated class, or four years

after the date of matriculation, whichever comes first (hereinafter “voting member” or “voting members”).

- 2.2 Persons who have received an honorary degree from Dartmouth, or have been officially adopted by a Dartmouth class, or have been voted honorary membership by the Association shall be honorary members of the Association but shall not be entitled to vote, hold office, or be nominated as alumni trustees.

ARTICLE III: ORGANIZATION; ASSOCIATION YEAR

- 3.1 The mission of the Association shall be pursued primarily through the operation of one overarching organization with two primary subsidiary bodies: an Assembly (see Article V) and an Alumni Liaison Board (hereinafter “ALB”) (see Article VI).
- 3.2 The Association year shall be consistent with the College’s academic year, beginning on July 1 and ending on June 30.

ARTICLE IV: THE ASSOCIATION

4.1 Officers:

- 4.1.1 Succession of Officers: The officers of the Association shall be a Vice President, a President-Elect, a President, an Immediate Past President, and a Secretary. The first four of these offices shall be held in a consecutive four-year sequence in which the Vice President (elected by members of the Association) shall serve in the first year after his or her election, with primary responsibility as Vice Chair of the Assembly; shall automatically succeed in the second year following his or her election to President-Elect of the Association, with primary responsibility as Chair of the Assembly; shall automatically succeed in the third year following his or her election to President of the Association; and shall automatically succeed in the fourth year following his or her election to Immediate Past President, with primary responsibility as Chair of the ALB. Except for the Secretary, each term of office shall be one year and each officer shall be a voting member. Each officer shall perform the duties usually associated with his or her office not inconsistent with this Constitution.

4.1.2 Responsibilities of Officers:

- 4.1.2.1 President -- The President shall be the chief executive officer of the Association, shall preside at all Association-wide meetings of the Association, shall chair the Balloting Committee (see Section 4.4.2), and shall call for all Association-wide elections and meetings required to be called under this Constitution.
- 4.1.2.2 President-Elect -- In the absence of the President, the President-Elect shall perform the duties of the President. The President-Elect shall be the chief operating officer of the Association and shall serve as Chair of the Assembly.
- 4.1.2.3 Vice President -- In the absence of the President-Elect, the Vice President shall perform the duties of the President-Elect. The Vice President shall serve as Vice Chair of the Assembly.
- 4.1.2.4 Immediate Past President -- The Immediate Past President shall serve as Chair of the ALB and shall chair the Constitution Review Committee, when such committee is convened under Article X.
- 4.1.2.5 Secretary -- The Secretary shall record the proceedings of the Association, the Assembly, and the ALB, and shall perform such other duties as may be required of him or her under this Constitution.

4.2 Election of Officers; Eligibility:

- 4.2.1 Vice President Eligibility: Any voting member shall be eligible to run for the office of Vice President. A person elected Vice President may run for Vice President again after a period of not fewer than nine years following the conclusion of his or her service as an officer of the Association.
- 4.2.2 Nominating Committee Process (see Section 4.4.1): Any Association member (including a member of the Nominating Committee) may propose one or more names of voting members (including himself or herself and including persons seeking nomination by petition) for consideration for nomination as a candidate for the office of Vice President by

submitting the name(s) of the member(s) in writing to the committee at least 45 days prior to the date of the committee meeting at which the Nominating Committee candidate or candidates for the office of Vice President (the “Nominating Committee Vice President Slate”) will be selected. The committee shall: (i) review and evaluate the qualifications of Association members proposed for nomination for the position of Vice President under this Section 4.2.2 and identified through its own outreach efforts; (ii) at its discretion, review and evaluate the qualifications of any or all persons who have submitted a petition under Section 4.2.3 to determine whether it wishes to include any one or more of such persons on the Nominating Committee Vice President Slate; and (iii) select no more than two candidates for nomination for Vice President, which candidate or candidates shall constitute the Nominating Committee Vice President Slate. In no circumstance shall the ballot include less than two candidates.

- 4.2.3 Petition Process: Any Association member shall qualify for nomination by petition by filing with the Secretary, at least 45 days prior to the date of the committee meeting at which the Nominating Committee Vice President Slate will be selected, a petition signed by 250 of the voting members or by 20 members of the Assembly, nominating the member as a candidate for Vice President, subject to his or her agreement to serve if elected.
- 4.2.4 Notification of Vice President Candidates: The Nominating Committee Vice President Slate and the members who have qualified to run by petition shall be designated as candidates for Vice President. The Nominating Committee shall arrange for the prompt notification to the Association members of the candidates, by publication in the *Dartmouth Alumni Magazine* or other form of written notice approved by the committee, and by posting on the Alumni Association website and through other appropriate means.
- 4.2.5 Balloting Procedure: In accordance with procedures established by the Balloting Committee, the Secretary shall as soon as practicable after the announcement of candidates

under Section 4.2.4 send to each voting member, by mail or other appropriate means, an official ballot and related materials containing the name(s) of the candidate(s) nominated by the Nominating Committee and the name(s) of candidates nominated by petition and such other information as shall be required by the nomination guidelines and the Balloting Committee. Candidates shall be identified on the ballot as nominated by the Nominating Committee or as nominated by petition, as the case may be. No vote by proxy shall be allowed in voting for Vice President, and all ballots must be postmarked (or received by the Balloting Committee, if cast electronically) by such date as shall be specified by the Balloting Committee.

- 4.2.6 Determination of Vice President: In accordance with procedures adopted by the Balloting Committee, the voting process to select the Vice President shall be as follows:
 - 4.2.6.1 Elections with no more than two candidates: Each voting member may cast a vote for one candidate on the ballot, and the candidate receiving the greater number of votes shall be the Vice President.
 - 4.2.6.2 Elections with three or more candidates: Each voting member may vote for any one or more of the candidates on the ballot, and the candidate receiving the most votes shall be the Vice President.
- 4.2.7 Related Matters: All ballots shall be preserved by the Secretary for one year or such longer period as any issue relating to the election is pending. The Secretary shall refer to the Balloting Committee all matters respecting votes of doubtful validity.
- 4.2.8 Secretary: The office of Secretary shall be held *ex officio* by the Vice President for Alumni Relations of the College or his or her designee, but he or she shall not be entitled to vote solely by reason of holding such *ex officio* office.

4.3 Annual Meeting:

- 4.3.1 Meeting Logistics: Each year, the Association shall hold a meeting to be called by the President to which all members

shall be invited and which shall serve as an opportunity for the expression of alumni sentiment. The timing and location of the meeting shall have the intention of generating high levels of alumni participation.

4.3.2 Meeting Agenda: The President of the Association shall preside over the annual meeting. At the annual meeting, the leadership of the Association, the Assembly, and the ALB shall report to the membership on the activities of their respective bodies, and the membership shall have an opportunity to present information and views concerning the activities and direction of such bodies and the College. Representatives of the Board of Trustees shall be invited to attend and participate.

4.3.3 Report of Meeting Results: The ALB shall report on what transpired at the annual meeting to the Board of Trustees, the Assembly, the College administration, and the Association membership.

4.4 Committees of the Association:

4.4.1 Nominating Committee --

4.4.1.1 The Nominating Committee shall consist of 12 members of the Association elected for three-year staggered terms as follows:

- Six members elected by the Assembly (two elected each year); and
- Six members elected by a vote of all voting members (two elected each year).

4.4.1.2 The Nominating Committee shall elect its own chair from its membership, who shall serve as chair for one year. If the chair serves as chair in his or her third year on the committee, he or she shall serve as a non-voting 13th member of the committee during the year following expiration of his or her term as chair.

4.4.1.3 The Nominating Committee shall:

- nominate candidates for alumni trustee; Vice President; President-Elect, in the event of a vacancy in the office of Vice President (see Section 9.4); at-large members of the ALB; and at-large members of the Assembly, all of whom shall be voted on by all voting members;
- nominate candidates for the Nominating Committee and Balloting Committee, in each instance one half of whom shall be Assembly members and shall be elected by the Assembly and one half of whom shall be non-Assembly members and shall be elected by all voting members; two such candidates shall be nominated for each position to be filled by Assembly members, and one such candidate shall be nominated for each position to be filled by non-Assembly members; any other member may qualify for nomination by petition as a candidate for election to a position to be filled by a non-Assembly member if he or she, pursuant to procedures adopted by the Balloting Committee, files with the Secretary a petition signed by 50 voting members;
- appoint Association members to the Constitution Review Committee (see Article X);
- appoint Association members as alumni representatives to other alumni organizations (such as the editorial board of the *Dartmouth Alumni Magazine* and certain boards of overseers) as may be requested by those organizations; and
- appoint the representatives of the 51st and subsequent reunion classes to the Assembly.

4.4.2 Balloting Committee --

4.4.2.1 The Balloting Committee shall consist of six members of the Association selected for three-year staggered terms as follows:

- Three members elected by the Assembly (one elected each year); and
- Three members elected by vote of all voting members (one elected each year).

4.4.2.2 The President shall serve as chair of the Balloting Committee, serving *ex officio* as a seventh voting member.

4.4.2.3 Subject to Article VIII, the Balloting Committee shall oversee the voting process for all matters submitted to a vote of all voting members. Its functions shall include: promulgation of election guidelines and procedures; preparation and distribution of ballots; overseeing the opening, counting, and recording of votes; overseeing the petition process, where applicable; and acting as a board of final decision on all questions concerning votes cast. The Secretary shall publish the results of balloting and certify the record of elections for alumni trustee nomination to the Board of Trustees before the Board's meeting at commencement.

4.4.2.4 The Balloting Committee shall publish a set of guidelines for conducting a fair, transparent, and democratic election at the time it provides notice of any election under this Constitution.

ARTICLE V: THE ASSEMBLY

5.1 The Assembly shall serve the College by: seeking avenues to increase alumni participation; assisting in alumni recognition and recommendations concerning honorary degrees; providing feedback for College communications and alumni relations efforts; serving as a forum for discussion of matters of importance to the Association such as proposed amendments to this Constitution; and supporting class, club, and affiliated group endeavors. As a representative forum, the Assembly shall also serve as a resource for the ALB, assisting the ALB in its role as a communications link between alumni and the College.

5.2 Membership:

5.2.1 The following shall be voting members of the Assembly:

5.2.1.1 The Vice President, the President-Elect, the President, and the Immediate Past President;

5.2.1.2 The Chair and immediate past Chair of the Nominating Committee, if not otherwise members of the Assembly;

5.2.1.3 Twenty-one at-large members, elected for three-year terms, as follows (see Section 5.3):

- Five members elected by a vote of all voting members each year; and
- Two members granted Assembly membership each year by virtue of their election as at-large members of the ALB;

5.2.1.4 Fifty-five representatives of classes, as follows:

- First 50 reunion classes: One member elected by each of the most recent 50 graduated classes of the College; each member so elected shall have a three-year term or such lesser term that his or her class is so represented; and
- 51st and subsequent reunion classes: Five members selected for staggered three-year terms by the Nominating Committee from nominations submitted by the presidents of the 51st and subsequent reunion classes;

5.2.1.5 Twenty-one representatives of regional alumni organizations, as follows:

- One representative elected for a term of three years by each of ten metropolitan districts designated by the Club Officers Association; the terms of such ten representatives shall be staggered; and

- Eleven at-large regional representatives elected by the Club Officers Association for staggered three-year terms;
- 5.2.1.6 One representative selected by each of the following alumni groups for staggered three-year terms: Tuck School Alumni; Arts and Sciences Graduate Programs Alumni; Medical School Alumni; and Thayer School Alumni;
 - 5.2.1.7 One District Enrollment Director selected by the College's Office of Admissions for a three-year term;
 - 5.2.1.8 One Head Agent elected by the Head Agents Association for a three-year term;
 - 5.2.1.9 Three representatives elected by the Class Officers Association from its membership and three representatives elected by the Club Officers Association from its membership, for staggered three-year terms;
 - 5.2.1.10 Two representatives of each Affiliated Alumni Group that has been officially recognized by the College's Office of Alumni Relations, such representatives to be elected for staggered three-year terms by each such Affiliated Alumni Group. (As of April 15, 2006, the officially recognized Affiliated Alumni Groups were the Dartmouth Asian Pacific American Alumni Association; Black Alumni of Dartmouth Association; Dartmouth Gay, Lesbian, Bisexual and Transgender Alumni/ae Association; Dartmouth Association of Latino Alumni; and Native American Alumni Association of Dartmouth); and
 - 5.2.1.11 Any members elected to the ALB pursuant to Section 6.2.2 whose terms of ALB service extend beyond their terms of Assembly service.
- 5.2.2 The Assembly shall also have the following non-voting members:

5.2.2.1 One person selected by the General Faculty of the College, from its own members, for a two-year term; and

5.2.2.2 Four undergraduates elected by the Student Assembly; two such students shall be elected each year during the spring term of their sophomore year for two-year terms comprising their junior and senior years.

5.3 Annual Election of At-Large Assembly Members: Nominees for annual election as at-large members of the Assembly shall be nominated as follows:

5.3.1 Five members nominated by the Nominating Committee, pursuant to Section 4.4.1.3; and

5.3.2 Any member who, pursuant to procedures adopted by the Balloting Committee, files with the Secretary a petition signed by 50 voting members.

5.4 Responsibilities: The Assembly shall:

5.4.1 elect one half of the Nominating Committee (see Section 4.4.1.1) and one half of the Balloting Committee (see Section 4.4.2.1);

5.4.2 appoint the members of Assembly committees that may include but shall not be limited to Awards, Academic Affairs, Alumni Continuing Education, Athletics, Communications, Enrollment and Admissions, Honorary Degrees, Student Life, and Young Alumni; such committees may include persons who are not Assembly members, and each committee shall elect its own chair who shall serve for a one-year term;

5.4.3 meet at least twice each year, at the call of the Chair, to receive reports of Assembly committees and conduct such other business as may come before the Assembly;

5.4.4 report on Assembly activities at the annual meeting of the Association;

5.4.5 elect representatives to the ALB (see Article VI); and

5.4.6 act on proposed Constitutional amendments (see Article X).

- 5.5 Election of Representatives to the ALB: The Assembly shall annually elect two of its members to serve as representatives to the ALB for three-year terms. Nominees for election shall be nominated as follows:
- 5.5.1 Two members nominated by the Nominating Committee (one for each seat); and
 - 5.5.2 Any Assembly member who, pursuant to procedures adopted by the Balloting Committee, files with the Secretary a petition signed by 20 members of the Assembly.
- 5.6 Eligibility for Future Assembly Service: An Association member who has completed his or her service on the Assembly may run for election to the Assembly again after a period of not fewer than nine years following the conclusion of his or her service as an Assembly member. For purposes of this Section 5.6, past service on the Alumni Council shall be deemed to be service on the Assembly.

ARTICLE VI: THE ALUMNI LIAISON BOARD

- 6.1 Purpose: The ALB, through an active partnership with the Board of Trustees and the College administration, shall seek heightened communication and increased alumni participation to further the College's welfare and to assist in the achievement of its educational goals.
- 6.2 Membership: The ALB shall consist of 16 voting members as follows:
- 6.2.1 Six at-large members elected by a vote of all voting members for three-year staggered terms (two elected each year); members so elected to the ALB shall be members of the Assembly *ex officio*;
 - 6.2.2 Six Assembly members elected by the Assembly for three-year staggered terms (two elected each year pursuant to Section 5.5); members so elected to the ALB shall be members of the Assembly *ex officio* if and to the extent that their terms of ALB service extend beyond their terms of Assembly service;
 - 6.2.3 The President of the Association *ex officio*;

- 6.2.4 The President-Elect of the Association *ex officio*;
 - 6.2.5 The Vice President of the Association *ex officio*;
 - 6.2.6 The Immediate Past President *ex officio*, as Chair.
- 6.3 Annual Election of At-Large ALB Members: Nominees for annual election as at-large members of the ALB shall be nominated as follows:
- 6.3.1 Two members nominated by the Nominating Committee (one for each seat); and
 - 6.3.2 Any member who, pursuant to procedures adopted by the Balloting Committee, files with the Secretary a petition signed by 50 voting members.
- 6.4 Responsibilities: The ALB shall have the following responsibilities:
- 6.4.1 To solicit information from all alumni through, for example, town meetings, surveys, interviews, and other opinion-gathering tools, and through communication with the Assembly;
 - 6.4.2 To use the annual meeting of the Association as a channel for communication of alumni information and views (pursuant to Section 4.3.2);
 - 6.4.3 To relate the information so obtained to the Board of Trustees and the College administration as part of an ongoing process of dialogue and support for the College; and
 - 6.4.4 To report to the alumni on an ongoing basis and, in particular, at the annual meeting of the Association on the activities of the ALB, the Assembly, the Board of Trustees, and the College administration.
- 6.5 Eligibility for Future ALB Service: An Association member who has completed his or her service on the ALB may run for election to the ALB again after a period of not fewer than nine years following the conclusion of his or her service as an ALB member.

ARTICLE VII: THE ALUMNI TRUSTEE NOMINATION PROCESS

- 7.1 Vacancies in Alumni Trustee Positions: In the event of an actual or anticipated vacancy in an alumni trustee seat on the Board of Trustees as the result of the expiration of an alumni trustee's final term or the creation of a new alumni trustee seat by the Board of Trustees, the Association shall select a nominee for such vacancy under the procedures set forth in this Article VII.
- 7.2 Notice of Vacancy; Announcement of Nomination Process: The Nominating Committee shall give advance notice to Association members, by publication in the *Dartmouth Alumni Magazine* or other form of written notice approved by the committee, and by posting on the Alumni Association website and through other appropriate means, of the procedure for nomination of a candidate or candidates for alumni trustee by the Nominating Committee (the "Nominating Committee Trustee Slate") and the procedure for nomination by petition, as described herein. Such notice shall specify the date of the Nominating Committee meeting at which the Nominating Committee Trustee Slate will be selected, and shall be given at least 100 days prior to that date.
- 7.3 Nominating Committee Process: Any Association member (including a member of the committee) may propose one or more names of voting members (including himself or herself and including persons seeking nomination by petition) for consideration for nomination as a candidate for alumni trustee by submitting the name(s) of the member(s) in writing to the committee at least 50 days prior to the date of the committee meeting at which the Nominating Committee Trustee Slate will be selected. The committee shall: (i) review and evaluate the qualifications of Association members proposed for nomination for the position of alumni trustee under this Section 7.3 and identified through its own outreach efforts; and (ii) select up to two candidates for nomination for each alumni trustee vacancy, which candidate or candidates shall constitute the Nominating Committee Trustee Slate.
- 7.4 Petition Process: Prior to the date of the Nominating Committee meeting at which the Nominating Committee Trustee Slate will be selected, 250 of the voting members of the Association may, pursuant to procedures set forth in nomination guidelines of the Association, file with the Secretary of the Association a petition over their own signatures selecting an eligible member of the Association as a candidate for nomination as an alumni trustee, subject to his or

her agreement to serve if elected. Petitions for such purpose shall be made available 30 days prior to the date of the Nominating Committee meeting at which the Nominating Committee Trustee Slate will be selected.

- 7.5 Notification of Trustee Candidates: The Nominating Committee Trustee Slate and the members who have qualified to run by petition shall be designated as candidates for nomination as alumni trustee. In no circumstance shall the ballot include less than two candidates for each vacancy in an alumni trustee seat. The Nominating Committee shall arrange for the prompt notification to the Association members of the candidates, by publication in the *Dartmouth Alumni Magazine* or other form of written notice approved by the committee, and by posting on the Alumni Association website and through other appropriate means.
- 7.6 Balloting Procedure: The Secretary shall as soon as practicable after the announcement of candidates under Section 7.5 send to each voting member, by mail or other appropriate means, an official ballot and related materials containing the name of the candidate or candidates nominated by the Nominating Committee and the name(s) of the candidate(s) nominated by petition and such other information as shall be required by the nomination guidelines and the Balloting Committee. Candidates shall be identified on the ballot as nominated by the Nominating Committee or as nominated by petition, as the case may be. No vote by proxy shall be allowed in voting for alumni trustees, and all ballots must be postmarked (or received by the Balloting Committee, if cast electronically) by such date as shall be specified by the Balloting Committee.
- 7.7 Determination of Nominee: In accordance with procedures adopted by the Balloting Committee, the voting process to select a nominee for alumni trustee, where there is a single vacancy, shall be as follows:
 - 7.7.1 Elections with no more than two candidates: each voting member may cast a vote for one candidate on the ballot, and the candidate receiving the greater number of votes shall be the nominee of the Association for the office of alumni trustee.
 - 7.7.2 Elections with three or more candidates: each voting member may cast votes for one or more candidates on the

ballot, and the candidate receiving the most votes pursuant to the balloting process shall be the nominee of the Association for the office of alumni trustee.

- 7.8 Procedure for Two or More Vacancies: Should two or more vacancies exist in alumni trusteeships at the same time, the provisions of this Article VII shall pertain to each such vacancy as though each was a single vacancy. The Nominating Committee shall designate the vacancy for which each candidate on the Nominating Committee Trustee Slate has been nominated. Each petition candidate shall designate, at the time such candidate's petition is filed pursuant to Section 7.4, the vacancy for which such candidate is seeking nomination for the office of alumni trustee.
- 7.9 Related Matters: All ballots shall be preserved by the Secretary for one year or such longer period as any issue relating to the election is pending. The Secretary shall in no case communicate the state of the ballot to any person before its announcement to the Board of Trustees, and shall refer to the Balloting Committee all matters respecting votes of doubtful validity.
- 7.10 Other Alumni Trustee Vacancies: In the event of an actual or anticipated vacancy in an alumni trustee seat on the Board of Trustees during the term of service of an alumni trustee, and if not more than one year remains in the unexpired term of such alumni trustee at the time such vacancy is created, the Assembly, upon nomination(s) made by the Nominating Committee, shall nominate an Association member to fill the vacancy for the unexpired term at any regular meeting of the Assembly or any special meeting thereof called by the President. The Balloting Committee shall decide on such further procedures to be followed in selecting a nominee for such vacancy or vacancies. If more than one year remains in the unexpired term of such alumni trustee at the time such vacancy is created, a nominee to fill the vacancy for the unexpired term shall be selected by special election to be called by the President and conducted in accordance with this Article VII.

ARTICLE VIII: RULES OF PROCEDURE AND VOTING PROCEDURES

- 8.1 For all matters submitted to Association vote, voting shall be by individuals casting a vote by their choice of mail ballot, electronic

ballot, or such other media as shall be determined by the Balloting Committee.

- 8.2 To the extent not otherwise inconsistent with this Constitution, the Assembly, the ALB, and each of the committees established hereunder shall have authority to adopt, by a majority vote, rules of procedure, including, but not limited to, rules concerning methods of voting and quorums, if any, and shall make such rules of procedure available to all members of the Association by posting on the Alumni Association website and through other appropriate means.

ARTICLE IX: VACANCIES

- 9.1 Association Immediate Past President: In the event of a vacancy in the office of Immediate Past President, the ALB shall elect one of its members to fill the unexpired one-year term of the Immediate Past President.
- 9.2 Association President: In the event of a vacancy in the office of President, the Immediate Past President, in addition to his or her responsibilities as Immediate Past President, shall fill the unexpired one-year term of the President.
- 9.3 Association President-Elect: In the event of a vacancy in the office of President-Elect, the President, in addition to his or her responsibilities as President, shall fill the unexpired one-year term of the President-Elect, and the Vice President shall succeed to the office of President in the immediately following year. In the election of officers in the immediately following year, a President-Elect and a Vice President shall be elected. The Vice President shall be elected in the manner prescribed in Section 4.2. The President-Elect shall also be elected in the manner prescribed in Section 4.2, provided, however, that, at the time of his or her election, the President-Elect shall be a member (i) who is then a member of the Assembly, or (ii) who was a member of the Assembly in the immediately preceding year.
- 9.4 Association Vice President: In the event of a vacancy in the office of Vice President, the President-Elect, in addition to his or her responsibilities as President-Elect, shall fill the unexpired one-year term of the Vice President, and, in the election of officers in the immediately following year, a President-Elect and a Vice President

shall be elected. The Vice President shall be elected in the manner prescribed in Section 4.2. The President-Elect also shall be elected in the manner prescribed in Section 4.2, provided, however, that, at the time of his or her election, the President-Elect shall be a member (i) who is then a member of the Assembly, or (ii) who was a member of the Assembly in the immediately preceding year.

- 9.5 Secretary: In the event of a vacancy in the office of Secretary that results from a vacancy in the position of Vice President for Alumni Relations, the President of the College shall be requested to designate a person to perform the duties of Secretary until the position of Vice President for Alumni Relations has been filled.
- 9.6 Vacancies occurring in other positions under this Constitution shall be filled by the organizations or bodies that originally filled them. Any person selected to fill any such vacancy shall serve in such position for the balance of the term of the person whose vacancy he or she is filling.

ARTICLE X: REVIEW OF CONSTITUTION

- 10.1 To ensure the ongoing currency and effectiveness of the alumni governance system, the Immediate Past President may from time to time, and in no event less often than once every five years, convene a Constitution Review Committee to consider possible revisions to this Constitution. The Constitution Review Committee shall consist of the Immediate Past President and the following persons appointed by the Nominating Committee: two members of the Assembly; two members of the ALB; and two members of the Association who are not members of the Assembly or the ALB. The Immediate Past President shall chair the committee.
- 10.2 The Secretary shall notify the members of the Association that a Constitution Review Committee has been convened and shall invite all Association members to participate in the review process by submitting comments and suggestions to the Constitution Review Committee.
- 10.3 The Constitution Review Committee shall prepare, and shall promptly submit to the President and the Secretary, a written report of its findings and recommendations. The Secretary shall inform Association members of the results of the review and shall post the

Constitution Review Committee's report on the Alumni Association website and through other appropriate means.

ARTICLE XI: AMENDMENT OF CONSTITUTION

- 11.1 Amendments to this Constitution may be proposed as follows:
 - 11.1.1 By the Constitution Review Committee; or
 - 11.1.2 By any member of the Assembly; or
 - 11.1.3 By any one percent of the voting members who file with the Secretary a proposed amendment that also identifies the amendment's sponsor(s) over their own signatures.
- 11.2 A proposed amendment is adopted if it is approved by a majority vote of Assembly members present and voting followed by approval by not less than a two-thirds majority of all Association members who cast votes through all appropriate means.
- 11.3 A proposed amendment that is not approved by a majority of Assembly members present and voting shall be submitted to Association vote, subject to the prior written approval of a majority of the sponsors of such amendment and to the submission of a petition in support of the proposed amendment signed by three percent of the voting members of the Association, with its failure to receive majority approval by the Assembly noted in the voting materials, and shall be adopted if it is approved by not less than a two-thirds majority of all Association members who cast votes through all appropriate means.
- 11.4 Defeated amendments may be proposed again at any time in accordance with the requirements set forth elsewhere in this Article XI.

ARTICLE XII: EFFECTIVE DATE; TRANSITION PROVISIONS

- 12.1 Effective Date: Except as otherwise expressly set forth in this Article XII, this Constitution shall take effect on the date of its adoption pursuant to the constitution of the Association in effect on the date this Constitution is submitted to the voting members of the Association for approval (the "Effective Date"). As of the Effective Date, the respective constitutions of the Association and the Alumni Council shall, except as otherwise expressly set forth in this Article

XII, become null and void and of no further force and effect. (The period between the Effective Date and June 30, 2007 (the “Transition Period Ending Date”) shall be referred to herein as the “Transition Period.”) To achieve an orderly transition, the following shall take place:

12.2 Officers:

12.2.1 The Association members holding the offices of President of the Association, President of the Alumni Council, and President-Elect of the Alumni Council as of the Effective Date shall continue to hold such offices during the Transition Period.

12.2.2 The following Association members holding office as of the Transition Period Ending Date shall assume the offices indicated and shall hold such offices until their successors are duly elected under this Constitution:

<i>Officeholders as of the Transition Period Ending Date:</i>	<i>Offices Under This Constitution:</i>
President of the Alumni Council	President of the Association
President-Elect of the Alumni Council	President-Elect of the Association and Chair of the Assembly
President of the Association	Immediate Past President of the Association and Chair of the ALB

12.2.3 The Association member first elected Vice President pursuant to Article IV shall assume office as of the Transition Period Ending Date.

12.2.4 As of the Effective Date, the Secretary of the Association shall be the Secretary as prescribed in Section 4.2.8.

12.3 Assembly:

12.3.1 Directly Elected Members

- 12.3.1.1 During the Transition Period, pursuant to nomination procedures and election procedures established by the Transition Committee created pursuant to Section 12.8, an election among Association members shall be held to select the 15 at-large members of the Assembly who are directly elected (see Section 5.2.1.3).
- 12.3.1.2 Nominees for such at-large members of the Assembly shall be nominated as follows:
 - 12.3.1.2.1 Fifteen members nominated by the Nominating Committee (see Section 12.6); and
 - 12.3.1.2.2 Any member who, pursuant to procedures adopted by the Balloting Committee (see Section 12.7), files with the Secretary a petition signed by 50 voting members.
- 12.3.1.3 Staggered terms shall be established by having one-third of the Assembly members so elected assigned a one-year term, one-third assigned a two-year term, and one-third assigned a three-year term, such terms to be determined by lot under procedures established by the Balloting Committee (see Section 12.7). Thereafter, all at-large Assembly members who are directly elected shall be elected to serve three-year terms.
- 12.3.2 ALB Representatives: With respect to the six members of the Assembly granted membership by virtue of their election as at-large members of the ALB, such membership shall be effective concurrent with such members' election to the ALB (see Section 12.4.1).
- 12.3.3 Class and Organizational Representatives: During the Transition Period, classes and organizations entitled to elect representatives to the Assembly shall communicate their selections to the President of the Association. Such selections shall become effective on the Transition Period Ending Date. Staggered terms shall be established by having one-third of such representatives assigned a one-

year term, one-third assigned a two-year term, and one-third assigned a three-year year term, such terms to be determined under procedures established by the Transition Committee.

12.4 ALB:

12.4.1 Directly Elected Members:

12.4.1.1 During the Transition Period, pursuant to nomination procedures established by the Nominating Committee (see Section 12.6) and election procedures established by the Balloting Committee (see Section 12.7), an election among Association members shall be held to select the six at-large members of the ALB who are directly elected (see Section 6.2.1).

12.4.1.2 Nominees for such at-large members of the ALB shall be nominated as follows:

12.4.1.2.1 Six members nominated by the Nominating Committee (see Section 12.6); and

12.4.1.2.2 Any member who, pursuant to procedures adopted by the Balloting Committee (see Section 12.7), files with the Secretary a petition signed by 50 voting members.

12.4.1.3 Staggered terms shall be established by having one third of the ALB members so elected assigned a one-year term, one third assigned a two-year term, and one third assigned a three-year term, such terms to be determined by lot under procedures established by the Balloting Committee (see Section 12.7). Thereafter, all ALB members so elected shall be elected to serve three-year terms.

12.4.2 Assembly-Elected Members: With respect to the six members of the ALB to be elected by the Assembly, such election shall take place as soon as practical after the

Assembly has first convened. Staggered terms shall be established by having one third of the initial group of ALB members elected by the Assembly assigned a one-year term, one third assigned a two-year term, and one third assigned a three-year term, such terms to be determined by lot under procedures established by the Balloting Committee (see Section 12.7). Thereafter, all ALB members so elected shall be elected to serve three-year terms.

12.4.3 Interim Members: During the Transition Period and continuing until the election of the ALB members elected by the Assembly pursuant to Section 12.4.2, the members of the Alumni Council College Relations Group as of the Effective Date shall serve as members of the ALB.

12.5 Eligibility for Future Assembly and ALB Service: Whenever in this Article XII members of the Assembly or ALB serve either one-year or two-year terms by reason of the staggering of terms of service provided for in this Article XII, such members, upon the expiration of their terms of service, shall not be deemed to have served on the Assembly or the ALB, as the case may be, for purposes of determining their eligibility for future such service. (See Sections 5.6 and 6.5.)

12.6 Nominating Committee:

12.6.1 The Alumni Council as such is constituted immediately before the Effective Date shall select the initial members of the Nominating Committee to take office on or as soon as practicable following the Effective Date. Six shall be Association members who are members of the Alumni Council Nominating Committee immediately prior to the Effective Date; six shall be other Association members who are not members of the Alumni Council immediately prior to the Effective Date.

12.6.2 Staggered terms shall be established by having one-third of such initial members (equally divided between members then serving on the predecessor committee and new members) assigned a one-year term, one third assigned a two-year term, and one third assigned a three-year term, such terms to be determined under procedures established by

the Transition Committee. Service during the Transition Period shall be deemed service for one year hereunder.

12.7 Balloting Committee:

12.7.1 The Alumni Council Nominating Committee as such is constituted immediately before the Effective Date shall select the initial members of the Balloting Committee to take office on or as soon as practicable following the Effective Date. Three shall be Association members who are members of the Alumni Council immediately prior to the Effective Date; three shall be other Association members who are not members of the Alumni Council immediately prior to the Effective Date.

12.7.2 Staggered terms shall be established by having one-third of such initial members (equally divided between members then serving on the Alumni Council and other members) assigned a one-year term, one third assigned a two-year term, and one third assigned a three-year term, such terms to be determined by lot under procedures established by the Balloting Committee. Service during the Transition Period shall be deemed service for one year hereunder.

12.8 Transition Committee: During the Transition Period, the members of the Association Executive Committee as such is constituted immediately before the Effective Date and the President, the President-Elect, and the Immediate Past President of the Alumni Council as of the Effective Date, in consultation with the members of the Alumni Governance Task Force (as of April 15, 2006), shall constitute a Transition Committee which is authorized to take such actions, consistent with this Constitution, as are appropriate to address unforeseen transition issues and to achieve an orderly transition from the previous alumni governance system, including, but not limited to, such actions as shall be necessary or advisable to fulfill those responsibilities previously discharged by the Alumni Council and its committees (e.g., Honorary Degrees Committee and Awards Committee) that the Transition Committee determines should be discharged during the Transition Period.

