

**CONSTITUTION OF THE BOWDOIN COLLEGE ALUMNI ASSOCIATION  
2010**

**ARTICLE I. NAME**

The name of the Association shall be the Bowdoin College Alumni Association.

**ARTICLE II. PURPOSE**

The purpose of this Association is to further the well-being of the College and its Alumni by stimulating the interest of its members in the College and in each other through the conduct of programs by and for alumni, and by encouraging the efforts of its members in programs that promote the Common Good. To these ends it shall keep itself and its members informed of issues of importance affecting the College and its Alumni and shall take a position on such issues, when appropriate.

The Alumni Council shall serve as the primary liaison between the Alumni Association and the College, and shall provide the leadership for and coordination of volunteer activities of the Association in accordance with the Association's stated goals.

**ARTICLE III. MEMBERSHIP AND OFFICERS**

All graduates of the College, graduates of the medical part of the College, holders of honorary degrees, all academic students who during residence at the College shall have earned at least one academic credit toward a degree and whose Class shall have graduated, and any others whom the Alumni Council may elect to membership shall be members of the Association and entitled to be present at its meetings and to vote.

**ARTICLE IV. ALUMNI COUNCIL**

Section 1. There shall be an Alumni Council (the "Council") selected as hereinafter provided. The Council shall consist of:

- a. No fewer than twelve nor more than thirty-two members (collectively the "Councilors" or singly a "Councilor"), who shall be appointed in accordance with Sections 6-8 this Article. Each Councilor shall serve for a period of four years, beginning on July 1 in the first year of their term and ending on June 30 of the fourth year of their term; and
- b. The President as elected pursuant to Section 2 of the Council; and
- c. The President-elect of the Council, when elected and serving pursuant to Section 2; and
- d. The Director of Alumni Relations, or in his or her absence, the Associate Director; the Director of Annual Giving, or in his or her absence, the Associate Director; the Vice President for Development and Planning; and the Secretary/Treasurer of the Alumni Association, if not already a member of said Alumni Council; and
- e. The Chair of the Alumni Fund, who shall be appointed by the President of the College after consulting with the Director of Annual Giving; and
- f. A member of the Faculty to be elected by the Faculty of the College; and
- g. Three members of the undergraduate body to be elected by the Student Executive Board or its successor student government organization. These representatives will be chosen in such a manner

as to ensure that there will be (whenever possible) at least one undergraduate member who has had one year's experience on the Alumni Council; and

h. The National Chair of the BASIC organization, or his/her designee, who shall serve for a period of not more than four years. He/she shall be appointed by the President of the College after consulting with the Dean of Admissions and the Nominations Committee of the Alumni Council; and

i. The President of the College, who shall serve ex-officio.

## Section 2.

a. The Council shall elect, from its Councilors, a President who shall serve a term of two years beginning on July 1 of his or her first year in office and terminating on June 30 of his or her second year in office.

b. The Council shall elect, from its Councilors members a President-elect who shall become President at the expiration of the President's term. The President-elect shall serve one year beginning on July 1 of the second year of the President's term and terminating on June 30 of the President's second year in office. In the event the President is unable to complete his or her term of office, the President-elect shall become President for the remainder of the term and then serve his/her own full term as President or, if there is no President-elect, the Alumni Council shall elect a member of the Council to serve the remainder of the President's term.

c. The President and vice president upon being selected as such pursuant to Section 2 (a-b), if a Councilor at the beginning of his or her term, shall cease to be a Councilors pursuant to Section 1 (a) and shall serve on the Council pursuant to Section 1 (b). The Council will then appoint an additional Councilor(s) according to Section 4 to fill the vacancy(ies) created by the new officer(s).

d. The Council shall also elect from its members a Secretary/Treasurer who shall serve for a one-year term, usually the Alumni Relations Director is the Secretary/Treasurer.

e. The President, President-elect and Secretary/Treasurer shall be the officers of the Council and shall be corresponding officers of the Association.

## Section 3.

a. The general management of the Association shall be vested in the Alumni Council. A majority of the Council shall constitute a quorum at a properly called meeting. The Council shall conduct the business of the Association in the interim between meetings, and its acts shall have the same authority as though the Association were acting.

b. The Council shall appoint such standing and special committees as in its judgment are needed to conduct the affairs of the Association.

c. The Alumni Council Executive Committee shall consist of the President, the President-elect, the Secretary/Treasurer, the Director of Alumni Relations and the chairpersons of all standing committees. The President may appoint other members to the Executive Committee as he/she, in his/her sole judgment, deems necessary. The President, or a member of the Executive Committee designated by the President, shall serve as Chair of the Executive Committee. In the absence of the President or a designated Chair, the Executive Committee shall elect a Chair.

Section 4. Any vacancy for Councilor on the Alumni Council prior to expiration of the Councilor's term may be filled by the vote of the remaining members of the Council, and a member so elected shall serve the unexpired portion of the term vacated.

Section 5. A Councilor, having served a four-year term on the Alumni Council, shall not be eligible for renomination as a Councilor during the year following the period of his or her four-year term.

Section 6. The Alumni Council shall nominate the appropriate number of eligible members of the Association for Councilors each year. The annual nominations shall be made so as to achieve as nearly as possible an Alumni Council composed of a combination of "At-Large" members selected on flexible criteria including but not limited to diversity of representation, general merit, needs and service to the College, and "Era" members, including representation from each full decade represented in the Association .

Section 7. Upon approval of the Alumni Council the Director of Alumni Relations, or his designee, shall cause the names of the eight candidates to be listed either in (i) the first issue of Bowdoin magazine, the E-news, or any successor publications following the members' nomination in which the listing can be accomplished or (ii) in a notice mailed to every member of the Association. Such published or mailed notice shall contain a call for nominations by petition and shall summarize the method for nomination by petition as set forth in Section 8 and shall state that if no such nominations are made for a Councilor, the Director of Alumni Relations is herein authorized to cast a unanimous ballot for the candidates nominated on behalf of the Association members nominated by the Alumni Council shall be appointed Councilors.

Section 8.

a. Any eligible member of the Association whose name shall not have been listed as one of the eight candidates shall be eligible for election by petition for Councilor on the Alumni Council from either the membership group that includes his or her graduation class or the "at large" position provided that a petition to nominate him or her states the membership group or "at large" position for which he or she is to be nominated and is signed by not less than twenty-five Association members entitled to vote, shall have been delivered to the Director of Alumni Relations no later than thirty days following either (i) the publication the mailing date of the notice in the Bowdoin magazine, the E-news, or any successor publication or (ii) the mailing date of the notice to every member, as the case may be.

b. No member of the Association may sign more than one petition each year. No member shall be nominated unless his or her consent in writing to nomination has been delivered to the Director of Alumni Relations prior to the meeting of the Alumni Council Executive Committee following.

c. If a candidate is nominated by petition, the President of the Association, not less than thirty days following receipt of petition, shall call a meeting of the Alumni Council Executive Committee. The Executive Committee shall vote on each such petition, with any candidates by petition receiving a majority of the votes of the Committee being elected as a Councilor in place of the Alumni Council candidate for the relevant membership group or the "at large" position listed in the slate of candidates published or mailed pursuant to Section 7. The remaining Alumni Council nominees shall become Councilors.

Section 9. The Alumni Council shall meet at the call of the President, upon written notice giving the time and place of the meeting, and such notice shall be mailed at least seven days prior to the date of such meeting. The Director of Alumni Relations shall act as Clerk of the meetings and, in his or her absence, the Chair may appoint a Clerk for that meeting. In either event, the Clerk insures that a full and complete record of the meeting shall be kept and made available to all members of the Association.

#### ARTICLE V. DUTIES OF OFFICERS

Section 1. The President shall preside at all meetings of the Association and Alumni Council, and unless otherwise provided for herein or voted by the Council, appoint necessary committees, fill vacancies on committees, appoint Council members to committees, select committee chairs, familiarize the President-elect with the President's duties and activities of the Council and perform all other usual duties of the

office. Should the President be unable to complete his/her term of office, the Executive Committee shall nominate, and the Alumni Council shall approve, the appointment of another Councilor to serve the remainder of the President's term. If the President is unable to perform any of the usual duties of the office, he or she shall designate the President-elect or, if he or she is unable, another member of the Alumni Council to perform them in his or her absence.

Section 2. The President-elect shall, in the absence of the President, preside at all meetings of the Association and Alumni Council, serve as chair of the Alumni Council Executive Committee, and perform all other usual duties of the office. Should the President-elect be unable to complete his/her term of office, the Executive Committee shall nominate, and the Alumni Council approve, the appointment of another Councilor to serve the remainder of the President-elect's term. The President-elect shall familiarize himself or herself with the duties of the President and activities of the Council and assist the President as requested.

Section 3. The Secretary/Treasurer shall send out all notices, keep full and complete written minutes of the meetings of the Association and the Alumni Council, send copies of the same to all members of the Council, make a copy of such minutes available to all members of the Association and perform all other usual duties of the office. He or she shall also receive and hold all funds of the Association and disburse them upon order of the Alumni Council issued by its President, keep a full and complete record of all receipts and disbursements, and render an accounting to the Alumni Council when called upon to do so.

#### ARTICLE VI. DUES AND AWARDS

Section 1. The dues of the Association, if any, shall be as determined by a vote of the Alumni Council.

Section 2. The Association shall create such awards as it deems advisable to honor members of the Bowdoin community.

#### ARTICLE VII. MEETINGS

Section 1. The Annual Meetings of the Association shall be held, when feasible during Reunion Weekend at Bowdoin College, but the Alumni Council shall set the time and place at times and places set by the Alumni Council.

Section 2. The Officers of the Association presiding at the Annual Meeting meetings may declare a quorum when, in his or her judgment, an adequate representation of the Association (not less than 25 members) is present.

Section 3. The Alumni Council shall meet at least two times a year at a time and place to be designated by the President of the Alumni Council.

Section 4. Meetings of any committee of the Council may be conducted by telephone, videoconference, or other electronic means agreed upon by members of the committee.

#### ARTICLE VIII. AMENDMENTS

The Constitution may be amended, in whole or in part, by a two-thirds vote of those members of the Alumni Council attending a duly called meeting of the Council, or by the majority vote of those Association members attending the Annual Meeting, or by a majority of the ballots received from Association members in response to the request for a vote by mail, provided that notice of proposed amendments has been given to Association members at least thirty days prior to such Association meeting or counting of mail ballots. A vote by mail for an amendment shall be conducted when the Director of Alumni Relations receives such a request from at least 25 members of the Association or an officer of the Association.