

**Constitution of the Antioch College  
Alumni Association Board of Directors**

**Article I**

**Name**

The name of this Association shall be the Antioch College Alumni Association.

**Article II**

**Governance Of The Antioch College Alumni Association and Relationship to Antioch College**

The Antioch College Alumni Association (Association) shall operate its affairs in conformity with the Constitution of the Association. In the event that Antioch College ceases operations, disbands, or ceases existence for any cause, then this Association shall continue its existence as an independent organization.

**Article III**

**Principal Office**

The principal office of the Association shall be the Office of Alumni Relations, or its successor, on the campus of Antioch College, in Yellow Springs, County of Greene, State of Ohio. The Association may have such other offices as may from time to time be designated by its members or its Board of Directors ("Board").

**Article IV**

**Purposes**

The purposes of this Association shall be:

- A. To encourage communication among the alumni of Antioch College;
- B. To maintain and promote the dedication of its alumni to Antioch College;
- C. To assist and to promote the interests of Antioch College.

This Association is organized and operated for the above-stated purposes, and for other non-profit purposes, and no part of any net earnings shall inure to the benefit of any private member.

## **Article V**

### **Powers**

In furtherance of the purposes described in Article IV, but not in limitation thereof, the Association shall have the power to collect and disseminate information, engage in fund raising and organizational activities, and to hold such property as is necessary to carry out its purposes.

## **Article VI**

### **Membership**

#### **Section 1 – Eligibility**

Members of the Association shall be:

- A. all graduates of Antioch College;
- B. all other former students who have completed one year of attendance at Antioch College; or
- C. honorary members as designated by the Board of Directors.

#### **Section 2 - Voting Rights**

All members shall have equal voting rights.

## **Article VII**

### **Board of Directors**

#### **Section 1 - Administration**

The administration of the affairs of the Association shall be vested in a Board of Directors composed of at least 21 individuals, all of whom must be members of the Association. Except as otherwise provided by this Constitution or the Board in its By-Laws for the appointment of members of the Board to fill any vacancies occurring thereon for less than a full term, nominations for members of the Board shall be proposed to the membership of the Association by the Board of Directors or the membership and voted upon by the membership of the Association according to procedures established by the Board in its By-Laws.

#### **Section 2 - Officers**

The Board shall elect a President, a Vice President, and such other Officer(s) as the Board may from time to time determine, according to procedures established by the Directors in its By-Laws.

#### **Section 3 - Term**

Directors shall serve for no more than two consecutive three-year terms, in addition to any remainder term to which the Director has been appointed as provided by this Constitution or the By-Laws, with the exception that, subject to the By-Laws, a president or vice president may serve on the Board until his/her term of office expires. Members of the Board of Directors may be re-elected after the lapse of two years.

#### **Section 4 - Duties**

The Board shall promote and carry out the affairs of the Antioch College Alumni Association in accordance with this Constitution and the By-Laws of the Association.

#### **Article VIII**

##### **Meetings**

There shall be at least one meeting per year of the members of the Association. The time, date, and place of the Annual Meeting shall be fixed by the Board, upon such notice as they shall from time to time determine. If more than one meeting is held in any one year, one meeting shall be designated to be the Annual Meeting.

#### **Article IX**

##### **Amendments**

This Constitution may be amended by a two-thirds affirmative vote of those members of the Association voting, provided that a written or electronic ballot and notice setting forth the proposed amendment or amendments with the reasons therefore shall have been sent to each member, for whom a mailing (or e-mail) address is known, at least 30 days prior to the proposed effective date of the amendment. The notice of proposed amendment shall specify a deadline by which all ballots must be received by the Office of Alumni Relations in order to be counted. Once adopted, any amendments to this Constitution shall be binding on all members of the Association.

#### **Article X**

##### **By-Laws**

By-Laws shall be hereafter adopted by the Board. Such By-Laws may be amended or repealed, in whole or in part, in the manner provided therein.

#### **Article XI**

##### **Distribution of Property on Dissolution**

In the event of dissolution of this Association, its property shall be distributed to Antioch College.