

# Swarthmore College Alumni Association Constitution and Bylaws

## Constitution

### Article I-Name

The name of this Association shall be "Swarthmore College Alumni Association."

### Article II-Objects

The objects of this Association shall be to promote unity and fellowship among the alumni and to advance the interests of Swarthmore College.

### Article III-Membership

Graduates and ex-students of Swarthmore College shall, for the purposes of this Constitution, be considered alumni and shall automatically be members of this Association.

### Article IV-Meetings

Section 1. Annual Meetings. The annual meeting of this Association shall be held at Swarthmore, Pennsylvania, during Commencement Week at such time and place as shall be designated by the Alumni Council or by the President.

Section 2. Special Meetings. Special meetings shall be held at such times and places as may be designated by the Alumni Council or by the President.

Section 3. Notice of Meetings. Notice of meetings shall be given publication in the Alumni Issue of the *Swarthmore College Bulletin* or by such other means as the Alumni Council shall from time to time determine.

Section 4. Quorum Voting. The members present in person shall constitute a quorum at any annual or special meeting. Each member present shall have one vote on each question presented.

### Article V-Alumni Council

The business of this Association shall be managed by an Alumni Council composed of members of the Association. As prescribed by the Bylaws:

- (1) forty-two men and women shall be elected by the Association;
- (2) one person may be selected by each Swarthmore Regional Connection; and
- (3) up to twelve individuals may be appointed as members-at-large.
- (4) the president of the senior class of the College shall serve as a member of the Alumni Council during his/her senior year and for the first three years after the end of that academic year.

In addition, the officers, if elected from the general membership of the Association, shall be members ex officio of the Council. The Bylaws shall provide for the organization of the Alumni Council, the terms of office of the members, the geographic zones from which the respective members are to be chosen, and the number to be elected therefrom, respectively. The Vice President of the College in charge of Alumni Affairs (hereafter referred to as the Vice President of the College), shall be a member ex officio of the Council.

### Article VI-Officers

Section 1. The officers of this Association shall be as follows:

- (1) A President, who shall also be Chairman of the Alumni Council.
- (2) A President-designate, who shall succeed to the Presidency at the conclusion of a two-year term or sooner should the President be unable to complete his/her term.
- (3) Two Vice Presidents
- (4) A Secretary-Treasurer, who shall also act as Secretary of the Alumni Council.

All officers shall perform the usual duties pertaining to their respective offices and such additional duties as may be prescribed by the Bylaws, the Alumni Council, or the President.

Section 2. Eligibility for Office. Any of the officers designated in this Article may be elected from the general membership of the Association or from the membership of the Alumni Council.

Section 3. Term of Office. All of said officers shall be elected by the Council for a term of two years commencing at the adjournment of the annual meeting of the Association held in each odd-numbered year.

Section 4. Nomination and Election of Officers. A Nominating Committee, appointed by the President in the manner provided in the Bylaws, shall present one or more candidates for each office at least thirty days prior to the regular annual meeting of the Alumni Council at which any such officer is to be elected. Election of officers shall then be conducted by printed ballot to be mailed to all members of the Council prior to the annual meeting. Each member of the Council may cast one vote for each vacancy to be filled. The polls shall be closed at the time of

adjournment of the annual meeting of the Council.

Section 5. Vacancies. In case that any office becomes vacant by reason of death, resignation, or any other cause, the Alumni Council shall fill the vacancy; and the person thus designated shall serve until the next annual meeting of the Council, at which time the unexpired term shall be filled by nomination and election as hereinbefore provided.

## Article VII

### Associate Vice President of the College

Section 1. Selection. The Associate Vice President of the College shall be selected jointly by the Alumni Council and the college administration with the approval of the Board of Managers.

Section 2. Duties. The Associate Vice President of the College shall be the chief operating agent of the Association in the accomplishment of its functions and shall be the chief liaison officer between the Association and the College administration. He/she shall serve as the coordinator of all activities.

## Article VIII-Alumni Managers on Board of Managers

Pursuant to the provisions of the Bylaws of the Board of Managers of Swarthmore College, the alumni of Swarthmore College shall from time to time make nominations to the Board to fill all vacancies in the number of Alumni Managers, as such vacancies occur. Alumni Managers shall be nominated for a term of four years each or to fill the unexpired term of a predecessor, as the case may be. Alumni Managers shall be nominated for the terms respectively, and in the manner provided in the Bylaws of this Association.

## Article IX-Bylaws

The members of the Alumni Council shall have the power to make, alter, amend, and repeal the Bylaws of the Association, subject always to the power of the members of the Association to change such action. The powers hereby conferred shall be exercised by not less than a majority vote of the members of the Council or of the members of the Association entitled to vote thereon, as the case may be, present at any regular or special meeting duly convened after notice of that purpose to the members of

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the Council or of the Association, as the case may be.

## Article X-Amendment

This Constitution may be amended in whole or in part at any annual or special meeting of the Association by vote in favor of such amendment of not less than two-thirds of the members present; provided that such proposed amendment shall have been presented at a previous meeting of the Association or that notice of the amendment shall have been given to the members at least thirty days prior to the meeting, in the *Alumni Issue* of the *Swarthmore College Bulletin* or by such other means as the Alumni Council or the President shall determine.

## Schedule

In order that no inconvenience may arise from the amendment of the Constitution of the Swarthmore College Alumni Association, it is hereby declared as follows:

Section 1. This amended Constitution shall take effect immediately upon its approval by a vote of not less than two-thirds of the members present at any annual meeting of the members of the Association.

Section 2. The offices of the present members of the Alumni Council and officers shall not be vacated or otherwise affected by this amended Constitution, and said members and officers shall continue to serve until the end of the terms for which they were respectively elected.

## Bylaws

### Article I-Alumni Council

Section 1. Membership. The membership of the Alumni Council shall be as determined by Article V of the Constitution. An Alumni Manager shall not at the same time serve as a member of the Council. All past presidents of the Association and all Alumni Managers on the Board of Managers, both past and those currently in office, may attend meetings of the Council and participate in its proceedings but shall not be entitled to vote.

Section 2. Members elected by the Association. Each member of the Association shall reside in one of seven geographical zones. Each zone's members shall elect from their number each year

two representatives to serve as members of the Alumni Council for a three-year term beginning at the adjournment of the annual meeting of Council held during Alumni Reunion Weekend. For each zone, the Nominating Committee shall nominate candidates for election to the Alumni Council. The Vice President of the College shall cause to be mailed to all members of the Association the ballots for all zones. Each member of the Association is eligible to vote for two candidates; however, such candidates must be from the zone in which such member resides. After a three-year transition period beginning in June 1985, each of the seven geographical zones shall have three men and three women serving as members of Alumni Council. The seven geographical zones are defined as follows:

Zone A: Delaware and Pennsylvania.

Zone B: New Jersey and New York.

Zone C: Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont.

Zone D: District of Columbia, Maryland, and Virginia.

Zone E: Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, Oklahoma, South Dakota, Texas, West Virginia, and Wisconsin.

Zone F: Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, territories, dependencies, and foreign countries.

Zone G: Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, and Wyoming.

Section 3. Members Representing Regional Connections. A group of proximately located alumni of the College may be recognized by the Vice President of the College as a Swarthmore Regional Connection. Each Connection may select one person to serve as a member of the Alumni Council for a term of three years. Each member representing a Connection may appoint a substitute to attend any particular Council meeting. The substitute shall be the Alumni Council member representing that Connection for the purposes of such meeting.

Section 4. Members-at-Large. At any time during each two-year term of the offices of the Association, the President

may, with the approval of the Executive Committee, appoint members-at-large to serve three-year terms on the Alumni Council. No more than two men and two women may be appointed during any Presidential term.

Section 5. Meetings. The Alumni Council, following the election of new members, shall meet in June of each year, which meeting shall be designated the annual meeting, and shall meet at such other times as shall be agreed upon or at the call of the President.

Section 6. Quorum Voting. Five men and five women shall constitute a quorum of Alumni Council. Each member, present in person or by proxy authorized in writing, shall have one vote on each question or matter presented.

Section 7. Jurisdiction. The Alumni Council shall consider and may take action with respect to all such matters pertaining to the College as are referred to the Council by the College and shall also consider and may take action with respect to matters of general alumni policy or interest. The Council may also consider any other matters pertaining to the management, operation, or policy of the College which seem desirable, provided, however, that no such matters shall be reported by the Council to the Association or acted upon by the Council without consulting the College administration or the Board of Managers.

Section 8. Vacancies. All vacancies on the Alumni Council caused by death or resignation shall be filled by appointment of the President for the respective unexpired terms.

### Article II-Alumni Managers on Board of Managers

Section 1. Pursuant to the provisions of Article VIII of the Constitution, the alumni of Swarthmore College shall nominate from their own number persons to fill all vacancies in the number of "Alumni Managers" as such vacancies occur.

Section 2. Nomination. The Nominating Committee of the Alumni Council shall communicate with all members of the Alumni Council asking for suggestions of the names of persons to be considered by the Nominating Committee to fill each vacancy in the number of Alumni Managers as each such vacancy occurs. After a reasonable time

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has elapsed to permit the receipt of suggestions from members of the Alumni Council and the alumni body as a whole through the medium of the Alumni Issue of the *Swarthmore College Bulletin*, the Nominating Committee shall select one or more persons for each vacancy in the number of Alumni Managers as each such vacancy occurs. The Nominating Committee shall report the names of the candidates for such vacancy to the Alumni Council. The Nominating Committee shall report the names of the candidates for such vacancy to the Vice President or in his absence to such person in charge of the Alumni Office and to Alumni Council.

Section 3. Selection. Selection of the nominee for a vacancy in the office of Alumni Manager shall be conducted by printed ballots which the Vice President shall cause to be mailed to all members of the Alumni Council at least fifteen days before the date set for the closing of the polls, which date shall be determined by the Vice President, or in his absence by the person in charge of his office. The person receiving the most votes shall be the nominee of the Alumni Council for the vacancy in the position of Alumni Manager on the Board of Managers of Swarthmore College.

Section 4. Renomination. An Alumni Manager who shall have been elected for a full term of four years shall not be eligible for renomination as an Alumni Manager until at least one year shall have elapsed after the expiration of the original term of four years for which he/she shall have been elected.

### Article III-Committees

Section 1. Appointment. Unless otherwise determined at any time by the Alumni Council, the President or, in his absence or inability to serve, the President-designate shall appoint all regular and special committees of the Association. All members of the Executive Committee shall be members of the Alumni Council. Members of all other committees may be chosen from the general membership of the Association or from the membership of the Alumni Council. Unless otherwise determined by the Council, the President of the Association shall be a member ex officio of all committees excepting the Nominating Committee. Unless otherwise determined by the Alumni Council or by

the President, as the case may be, the Vice President of the College shall be a member ex officio of all committees. The regular committees shall serve for two years, and special committees shall serve for such periods of time, respectively, as the Council or the President, as the case may be, shall from time to time determine.

Section 2. Executive Committee. There shall be an Executive Committee consisting of six members. The Executive Committee shall meet from time to time, shall act on behalf of the Alumni Council in respect to the functions and purposes of the Council and of the Association, respectively, and shall recommend methods and procedure for the carrying out of said functions and the accomplishment of said purposes.

Section 3. Nominating Committee. The President shall appoint a Nominating Committee of six persons, not more than three of whom shall be of the same sex, which committee shall make all nominations for officers of the Association and for Alumni Managers in accordance with the Constitution and the Bylaws of the Association. In making such nominations, the Committee may consult Swarthmore Connections and other groups in order to obtain suggestions for nominations for the various offices. No person shall be nominated for any office without his consent.

Section 4. Other Committees. There shall be such other committees as the Alumni Council or the officers of the Association shall from time to time determine. Such committees may meet with or serve as joint committees with appropriate committees from the administration, the Faculty, or the Board of Managers of the College.

### Article IV-Class Organization

Prior to graduation each senior class shall elect a president and such other officers as it desires. Such officers shall serve until the next class reunion or until their successors shall have been elected and qualified. Class officers of all respective classes, including those classes which have heretofore graduated from the College, may be elected at any subsequent reunion in order to ensure the continuing in office of persons who have an interest in and opportunity to keep in touch with the affairs of the College. The Executive

Committee of the Alumni Council and the Vice President of the College shall endeavor to assist the respective classes in accomplishing the purpose of this Article.

### Article V-Amendment

These Bylaws may be amended, altered, or repealed by the Alumni Council or by the members of the Alumni Association at any regular or special meeting duly convened after notice to the members of the Alumni Council or to the members of the Association, as the case may be, for that purpose. If the Alumni Council shall have adopted any amendment, alteration, or repeal of these Bylaws, written notice thereof shall be given as soon as practicable thereafter in the Alumni Issue of the *Swarthmore College Bulletin* or by such other means as the Council shall determine, to the members of the Association. At the next meeting of the members of the Association, whether annual or special, and without further notice as to the purpose of such meeting, the members of the Association may forthwith annul or rescind, in whole or in part, the amendment, alteration, or repeal so adopted by the Alumni Council, but no such amendment or rescission adopted by the members of the Association shall be retroactive.

**Article II – Alumni Managers on  
Board of Managers**

**[replaces current Article II in its entirety]**

Section 1. Pursuant to the provisions of Article VIII of the Constitution, the alumni of Swarthmore College may nominate from their own number persons to serve on the Swarthmore College Board of Managers. All members of the College's Board of Managers shall be selected in accordance with the procedure set forth in the Bylaws of Swarthmore College. Such Bylaws provide that eight members of the Board of Managers shall be designated as Alumni Managers (all of whom shall be alumni) and that the term of Alumni Managers shall be the same as that of all other Managers.

Section 2. Nominations for Managers may be made by the Alumni Council or by individual alumni in response to an invitation to be published in the Swarthmore College Bulletin.

Section 3. The President of the Alumni Council and the Chair of the Nominating Committee of the Alumni Council shall be included in all deliberations of the Board of Managers Nominating and Governance Committee that relate to the selection of the Manager nominees to be presented to the Board of Managers for election.