

Colby College Alumni Association Bylaws

Article I: Name

This Association shall be called the "Colby College Alumni Association" (the "**Association**").

Article II: Purpose

The purpose of this Association is to:

- promote and to foster the best interests of Colby College and
- strengthen relations between the College, its students, and its alumni.

The Association provides an organization and structure to encourage alumni volunteers to work with the College faculty, staff, and students in the best interest of Colby and its constituents. The Association also promotes fellowship and pride of affiliation among Colby alumni.

Article III: Members

All graduates and all current students and former students who attended Colby for at least one year and departed in good standing are members of the Association. Graduates and non-graduates shall be entitled to the same rights and shall have the same duties of membership.

Honorary members include (unless, by virtue of attendance at the College, they are already members):

- members of the College's Board of Trustees (the "**Board**")
- members of the faculty and administrative staff
- recipients of honorary degrees from the College, and
- other persons elected to membership by the Alumni Council (as described below).

Honorary members shall possess all the rights of active members, except the rights to vote and to hold office.

Article IV: The Colby College Alumni Council

Section 1. Duties

The Association is governed by the Alumni Council (the "**Council**") which has the power to conduct and transact all business pertaining to the Association.

The duties of the Council include:

- reporting to alumni on all phases of College operation, and
- advising the Board and the administration of the College on matters upon which they are deliberating.

Section 2. Meetings

The Council shall hold annual spring and fall meetings at the College. These meetings and any special meetings shall be called by the Council's Chairperson by providing to all members of Council at least 15 days notice by mail, e-mail, or online postings. Fifteen (15) members shall constitute quorum at all Council meetings. A Council member who attends telephonically or electronically shall be counted for purposes of the quorum requirement.

Section 3. Officers and their Terms

The officers of the Council shall be:

- a Chairperson
- a Vice Chairperson, and
- an Executive Secretary / Treasurer.

The Chairperson and the Vice Chairperson shall be elected to terms of three years each by the Council, shall serve until their successors have been elected, and shall be limited to one term of three years. The immediate Past Chairperson shall continue to serve as a member of the Council for an additional one year term after stepping down as Chairperson.

The Executive Secretary / Treasurer shall be the Director of Alumni Relations or other member of the Colby College administration responsible for alumni relations.

Section 4. Duties of the Officers

(a) Chairperson and Vice Chairperson

The Chairperson shall:

- be the Chief Executive Officer of the Council
- preside at each meeting of the Council
- serve as representative to the People and Programs Committee of the Board of Trustees, and at other such meetings, events and activities as requested by the Board.
- appoint the Chairs of all standing and special committees, and
- perform the usual duties pertaining to the office, unless the Council specifically votes otherwise.

The Vice Chairperson shall preside in the absence of the Chairperson. In the event of the death or resignation or inability of the Chairperson to perform his or her duties, the Vice Chairperson shall assume such duties.

The Chairperson shall also be known as the President of the Association, and the Vice Chairperson shall be known as the Vice President of the Association.

The immediate Past Chairperson shall be a member of the Council and provide advice and counsel to his / her successor for one year after his / her term as Chairperson is concluded.

(b) Executive Secretary / Treasurer

The Executive Secretary / Treasurer shall:

- keep all records
- attend to the correspondence of the Council and of the Association, and
- be responsible to the Council for the conduct of the business of the Association and Council.

Article V: Alumni Council Membership

Section 1. Number of Members and Qualifications

The Council shall consist of up to 35 members, not including the current Alumni Trustees (described in Article VII below). Upon the recommendation of the Executive Committee (described in Article VI below) and an affirmative vote of the Council, the number of members can be exceeded.

At the Council's annual spring meeting, candidates shall be nominated to fill any current vacancies and any vacancies expected at the end of the current fiscal year. Nominations shall be made, so far as possible, to maintain representation on the Council to meet the specific needs of the Council at any given time. Representation of the entire Association shall take into consideration the following factors:

- geography
- Colby class year
- gender
- ethnicity, and
- professional representation.

An account of the activities and achievements and the particular qualifications of each candidate for Council membership, as well as his or her willingness to serve if elected, will be presented to the Executive Committee for its approval. If approved by the Executive Committee, the candidates will be submitted to the Council for its approval by an affirmative vote during an annual meeting or online. A quorum must be represented for final approval of the candidates.

Current Alumni Trustees, as honorary members of the Association, may participate in Council activities but shall not serve as Officers or have committee assignments. One or more current students may be invited to participate in a meeting of a Council committee by the Chairperson of that committee, but any such student shall not be a member of Council.

Section 2. Terms of Council Members and Eligibility

The terms of Council members shall be three years and shall begin on July 1 of the year in which they are elected. Their terms will terminate on June 30 of the year in which their successors are elected. Members may serve two successive terms of three years each. They shall be ineligible for reelection or reappointment for one year, after completing two successive terms. All members will be assigned to one or more committees and shall attend all meetings of the committee(s) to which they have been assigned.

The Chairperson of each Committee of the Council shall serve for a term of no more than two years unless approved by Council's Executive Committee.

To the extent that the respective term of the Council's Chairperson, its Vice Chairperson, its Immediate Past Chairperson, and its Committee Chairpersons differ from that person's term as a Council member, that person may continue to serve until their respective term as Chairperson is completed.

Section 3. Duties of Council Members

Absent exceptional circumstances, Council members must attend at least two Alumni Council meetings each year to remain in good standing, but attendance at one meeting per year may be by telephone or electronic means. A member missing two meetings during any three year term will be contacted by the Chairperson of the Council and, if there is no adequate reason given for his or her absence, may be asked to resign by the Chairperson, subject to the approval of the Executive Committee. Vacancies will be filled by the Executive Committee upon recommendation of the Nominating and Awards Committee. Any member appointed in this way will complete the term of his or her predecessor.

Article VI: Committees of the Alumni Council

Section 1. Executive Committee

(a) Purpose and Duties

The Executive Committee shall serve as the investigative body of the Council, searching for information concerning the operation of the College from students, faculty, administrators, Alumni Trustees, and alumni.

The Executive Committee shall have the responsibilities of:

- approving in advance all nominations proposed by the Nominating and Awards Committee as candidates for Alumni Trustee and all nominations as candidates for alumni awards,
- advising the College and the alumni relations staff on the provision of campus hospitality for alumni on Family Homecoming Weekend, the reunion program and other special events,
- improving communication from the College to the alumni and from the alumni to the administration and the Board,
- establishing projects and goals for the different Council committees and approving the appointment of the committee chairs by the Council Chairperson,
- conducting planning sessions as necessary to outline the goals of the Council and to provide the Council's committees with specific charges, and
- when the Council is not in session, transacting the business of the Council and exercising any of the powers of the Council.

(b) Membership

The Executive Committee will consist of no more than 16 members, and shall include the:

- Chairperson of the Council
- Vice Chairperson of the Council
- Chairperson of each committee
- Immediate Past Chairperson of the Council, and
- such other persons as the Council shall elect.

A quorum shall be two-thirds of the voting members of the Executive Committee.

Section 2. Nominating and Awards Committee

(a) Purpose and Duties

The Nominating and Awards (“N and A”) Committee shall:

- support the Colby Community by nominating the best possible candidates for alumni awards, members of Council, and Alumni Trustees on the Board,
- establish criteria and procedures for nominations for each alumni award as listed,
- propose nominations of candidates for Alumni Trustees to serve on the Board,
- propose nominations of candidates for Council membership to the Council,
- in conjunction with the Executive Secretary / Treasurer of the Council, solicit the Council, the Association, and the College administration for names of candidates for Trustees, Council, and alumni awards, and
- review and approve, for submission to the Executive Committee for its approval, candidates for the awards and positions, provided that nominations for Alumni Trustees shall be further subject to Article VII following.

The Committee shall annually nominate deserving alumni to receive the following awards:

- Blue Key Award
- Colby Brick Award and
- Distinguished Alumnus/Alumna Award.

The Committee shall annually, or less frequently, nominate deserving alumni to receive the following awards:

- Ernest C. Marriner Award for Distinguished Service to the College
- Outstanding Educator Award
- Edson V. Mitchell ’75 Distinguished Service Award
- Charles W. Bassett Faculty Award, and
- other awards as may be approved by the Executive Committee and Council.

No member of the Committee shall be eligible to be considered for an award or position within its jurisdiction while serving on the Committee. No person shall receive more than a single award in any one year.

(b) Membership

The Chairperson of the N and A Committee shall select the members of the Council to serve on the Committee, subject to ratification by the Chairperson of the Council. The Chairperson of the Committee shall be a member of the Council and shall serve on the Executive Committee.

Section 3. Colby Fund Committee

(a) Purpose and Duties

The Colby Fund Committee, in conjunction with the College's Director of the Colby Fund, shall establish policy for the conduct of, and supervise the operation of, the annual Colby Fund for the best interests of the College. Any motion to discontinue the Colby Fund or combine it with other fundraising efforts of the College must meet with the approval of the Council.

(b) Membership

The Colby Fund Chairperson and the Director of the Colby Fund, or such other member of the Colby College administration then responsible for the Colby Fund, shall select the members of the Council to serve on the Colby Fund Committee, subject to ratification by the Chairperson of the Council. The Chairperson of the Committee shall be a member of the Council and shall serve on the Executive Committee.

Section 4. C Club Committee

(a) Purpose and Duties

The Colby C Club Committee:

- serves as the Council's Athletics Committee,
- reviews and makes recommendations concerning athletic activities of undergraduates,
- establishes criteria and procedures for nominations for the Person of the Year and the Carl Nelson Sports Achievement Award,
- proposes to the College nominations of candidates for the Person of the Year and the Carl Nelson Sports Achievement Awards, and
- generally represents the alumni, in consultation with College administration and otherwise, in athletic affairs.

(b) Membership

The Chairperson of the Committee shall select the members of the Council to serve on the C Club Committee, subject to ratification by the Chairperson of the Council. The Chairperson of the Committee shall be a member of the Council and shall serve on the Executive Committee.

The President of the College shall appoint a representative to serve as a member of the C Club Committee and such person is invited to attend and participate in all meetings of this Committee and other athletics committees as may be necessary or desirable.

Section 5. DavisConnects Committee

(a) Purpose and Duties

The DavisConnects Committee:

- assists the College in implementing its guarantee of providing and funding a global experience, internships and research experiences for all undergraduates

- reviews, works with, and makes recommendations concerning activities involving the Association and the Student Alumni Association in consultation with the administration, and
- advises the Office of Alumni Relations and DavisConnects on the Association, career planning, networking and associated events.

(b) Membership

The Chairperson of the Committee shall select the members of the Council to serve on the Committee, subject to ratification by the Chairperson of the Council. The Chairperson of the Committee shall be a member of the Council and shall serve on the Executive Committee.

The President of the College shall appoint a representative to serve as a member of the DavisConnects Committee, and such person is invited to attend and participate in all meetings of this Committee as may be necessary or desirable.

Section 6.

Regional Clubs Committee

(a) Purpose and Duties

The Regional Clubs Committee advises the Office of Alumni Experience and Networks on social, networking, and intellectual engagement events to maintain a Colby community in a given region and to provide opportunities for engagement with the College. Committee members should use all reasonable efforts to participate in the majority of annual College-related events in their given regions.

(b) Membership

The Chairperson of the Committee shall select the members of the Council to serve on the Committee, subject to ratification by the Chairperson of the Council. The Chairperson of the Committee shall be a member of the Council and shall serve on the Executive Committee.

Section 7. Ad Hoc Committees

Various additional ad hoc committees may be established from time to time by the Executive Committee. These committees shall review and make recommendations to the Council concerning such matters as campus alumni activities, undergraduate admissions, publications, and such other special projects as the Executive Committee deems appropriate.

The Executive Committee will determine the duration of activity for these ad hoc committees, and such duration shall not exceed two years without reappointment by the Executive Committee and the approval of the Council.

Article VII: Alumni Trustees

Section 1. Purpose, Duties, Terms and Eligibility

(a) Purpose and Duties

The Trustees of the College, nominated by the Council, serve for the purpose of:

- effecting closer liaison between the alumni of the College and the Board, and
- as an agency to which the Council may refer all questions and matters relating to the Board.

At all meetings of the Council or at such other times as the Chairperson of the Council requires, one or more of the Alumni Trustees shall:

- make a report covering the work of the Board, to the extent a public report is necessary or desirable, and
- present such matters as the Board may desire to have brought to the attention of the Council.

(b) Terms and Eligibility

One-third of the Alumni Trustees will be elected each year. At least one Alumni Trustee shall be a person who, at the time of election, graduated from the College within the preceding seven years (the “Recent Alumni Trustee”).

The term of each Trustee will begin at twelve o'clock noon of the annual Commencement Day of the year in which they are elected and will terminate at twelve o'clock noon on the annual Commencement Day of the year in which their successors are elected. An Alumni Trustee may serve up to two successive three-year terms, subject to the Board’s approval, but shall be ineligible for reelection for one year after completing such successive terms. Notwithstanding the foregoing, the Recent Alumni Trustee will be eligible to serve only a single three-year term.

Any person who becomes an Alumni Trustee while otherwise a member of the Council shall vacate membership on the Council.

Section 2. Nomination of Alumni Trustees

(a) Nomination Procedure

- The Chairperson of the Nominating and Awards Committee, after a review by the Committee, shall present to the Executive Committee an account of the activities, achievements and particular qualifications of each person whom the Committee proposes as a nominee for Alumni Trustee.
- Nominations will be made for each vacancy which will occur at the next Commencement and will be made so far as possible to maintain age, gender, diversity and geographical balance.
- The Executive Committee shall approve by affirmative vote one person and at least one alternate for each vacancy.
- The names and qualifications of each nominee so approved will be presented to the President of the College and to the Board or a committee thereof at the Board’s discretion.
- If there is no objection by the President of the College and the Board or its designated committee, each nominee will be contacted by the Chairperson of the N and A Committee and invited to serve on the Board, subject to an interview with the President of the College and / or a representative of the Board or its Board Affairs Committee.
- If the nominee agrees to serve and there is no objection by the President, the Board Affairs Committee or the Board’s representatives, his or her nomination shall be subject to the following election procedure.

(b) Election Procedure

- Each nominee's name and qualifications shall be published to alumni in the *Colby Magazine* or other printed or electronic publication of general circulation to the alumni and the Association.
- Within fifteen (15) days of the published notice, any member of the Association must notify the Executive Secretary of the intention to petition for an alternate candidate.
- Within thirty (30) days thereafter, the petitioner must file with the Executive Secretary a petition containing the names of one percent (1%) of the members of the Association whom the petitioner certifies have agreed to support the nomination of the alternate candidate.
- In the event there is no nomination by petition, the person approved by the vote of the Executive Committee shall be confirmed as an Alumni Trustee.
- In the event there is a nomination by petition, a vote of the Association shall be conducted pursuant to Section 3 below.

Section 3. Election Procedure in the Case of a Petition

When necessitated by a petition conforming with Section 2 above, the election of any contested Alumni Trustee position shall be by electronic ballot. The ballot shall:

- list in alphabetical order the names of the candidates approved by the Executive Committee and of each candidate subject to the petition,
- set forth an account of the activities, achievements and particular qualifications of all candidates,
- be transmitted to all members of the Association, and
- be marked and returned electronically to the Executive Secretary within twenty (20) days of the transmission to voters.

Voters must include their names and affirm that they are members of the Association. No proxy voting shall be permitted.

The Executive Committee shall count the votes and declare which candidate received the most votes, and that person shall be declared elected. In the event of a tie vote, the Executive Committee will elect the nominee by affirmative vote. In the event any person shall decline or be ineligible, the person receiving the next highest vote shall be elected.

Article VIII: Vacancies

Whenever any vacancy occurs on the Council or on the Executive Committee, otherwise than by expiration of the stated term of office, the Executive Committee may elect a person to serve for the remainder of the term of such office, except as specifically defined above.

Article IX: Construction

All pronouns used herein shall include any other pronoun of any gender rendered appropriate by the context or circumstances, and the singular shall include the plural and vice versa whenever the facts and the context so require.

Article X: Amendments

These bylaws may be amended or repealed at any meeting of the Council at which a quorum is present. A notice of the meeting at which such intended action is to be considered shall include the text proposed to be repealed or adopted, and shall be mailed, posted online, or e-mailed by the Executive Secretary to each member of the Council at least thirty (30) days in advance of the meeting. A two-thirds vote of the members of the full Council is required for the action to be approved. Any material amendment or the repeal of these bylaws shall be subject to the consent of the Board; whether any such action is material shall be promptly determined by the President of the College in his/her reasonable discretion.