CONSTITUTION OF THE ALUMNI ASSOCIATION
OHIO NORTHERN UNIVERSITY
As amended 2012

ARTICLE I – Name and Official Publication

Sec. 1 – Name
The name of this organization shall be The Ohio Northern University Alumni Association.

Sec. 2 – Publication
There shall be an official alumni publication by the Office of Alumni Affairs.

ARTICLE II – Purpose

The purpose of this Association shall be:

1. To serve as a liaison between the alumni and the University (including but not limited to trustees, faculty, students, administration, and friends of the University);
2. To increase and promote awareness, among the alumni, about the activities and accomplishments of the University;
3. To assist in gathering gifts to the University and to expand the annual giving program among the alumni;
4. To actively assist in the recruitment of new students;
5. To maintain and enhance the prestige and tradition of the University and its alumni through publicity and other means;
6. To serve the alumni, and foster fellowship among alumni, by providing opportunities for alumni gathering, service and education in all areas of the state, nation and internationally;
7. To maintain an effective relationship with representation of the other councils of the University, according to the program recommended by the University Trustees.

ARTICLE III – Membership

Sec. 1 – Members
Membership in this Association shall include all persons who have successfully completed one quarter/semester at Ohio Northern University and those who have received honorary degrees.

Sec. 2 – Annual Meeting
There shall be one annual meeting of the Association held at the University at such time and place as may be fixed by the Alumni Board Members (i.e. Homecoming weekend).

ARTICLE IV – Alumni Board Members

Sec. 1 – Membership
Members of the Alumni Board shall include 17 members from the various colleges of Ohio Northern University, geographical locations, and generations; President of the
Association; Past-President of the Association; Director of Alumni Affairs or his/her delegate; and Life members.

Sec 2 – Duties and Responsibilities
1. The Alumni Board Member shall provide leadership to accomplish the purpose of the Association as stated in Article II and serve in an advisory capacity for the Office of Alumni Affairs.
2. The Alumni Board Member shall make an effort to attend the majority of meetings each year.
3. The Alumni Board Member shall make an annual contribution to Ohio Northern University.
4. Annually accept nominations and vote on the Distinguish Alumni and Young Alumni Awards.
5. Actively survey/request all alumni opinions in order to accurately represent the entire Ohio Northern University alumni base.

Sec. 3 – Term of Alumni Board Members
The term of an Alumni Board Member shall be a five (5) year term of service, with no term limits.

Sec. 4 – Election Process
The election process shall be conducted by vote of the Alumni Board Members, following an annual nominations review. The membership shall generally include representation from each academic college, diverse geographical locations and various generations.

Sec. 5 – Life Members
Life member status is granted to individuals who have served Ohio Northern University in an exceptional manner over many years. Ohio Northern University wishes to recognize this commitment by granting life member status to these Alumni Board Members. An individual may be nominated and voted on with majority approval by the Alumni Board Members biannually. Life members are not voting members or considered for quorum purposes.

ARTICLE V – Meetings

Sec. 1 – Board Meetings
There shall be at least three meetings each year, not including the Annual meeting of all alumni (stated in Article III, Sec. 2). The specific dates and locations for such meetings are to be established by the Alumni Board. Generally, the meetings will be held in January/February, June/July and September/October.

Sec. 2 – Quorum
A majority of the Alumni Board Members shall constitute a quorum for the transaction of business at Alumni Board meetings. A member shall be deemed present at a meeting of the Board if that member participates in the meeting by being in attendance, through the use of a telephone conference call or similar communication equipment by means of which all persons participating in the meeting can hear each other.

Sec. 3 – Action without a Meeting
The Board may take any action within its authority, without a meeting, by unanimous written agreement of the members, which agreement may be evidenced by one
instrument signed by all such members, or by several instruments of the same tenor, each signed by one or more members.

ARTICLE VI – Officers

Sec. 1 – Officers and duties of officers
1. President – The president shall preside at all meetings of the Association and the Alumni Board. He/she serves as an ex-officio member of the Board of Trustees of Ohio Northern University. He/she shall be an ex-officio member of all committees of the Alumni Board. He/she shall sign any written instruments which require signature of the president and shall have such authority, and perform other duties, not inconsistent with these by-laws.

2. Vice President – The vice president shall attend all meetings and in the absence of the president assume the duties of the president. If a vacancy occurs in the office of President, the vice president shall assume the office for the unexpired term.

3. Secretary – The secretary shall attend all meetings and keep accurate records and documentation of the meetings. He/she shall give notices and keep the minutes of the meetings and shall transmit to all Alumni Board Members, copies of the minutes of the last preceding regular, and of any intervening special meetings. The secretary shall perform the duties performed by secretaries of parliamentary bodies, and shall have such duties as the Board shall confer upon, or require of the Secretary.

Sec. 2 – Terms of Officers
The term of officers shall be for two years. The president shall serve no more than two consecutive terms.

Sec. 3 – Election
All officers of the Association shall be nominated at an Alumni Board meeting by the Alumni Board with anonymous ballot to follow for election. All nominees shall have served on the Alumni Board for one year to be eligible.

Sec. 4 – Temporary and assistant officers
The Alumni Board may, from time to time, elect or authorize an officer of the Alumni Board to appoint, either temporarily or for a fixed term not longer than two years, an Assistant Secretary and other Assistant Officers. Such authority and duties shall be subject to the direction and control of the officers to whom they are assistants, as the Alumni Board or the appointing officer shall prescribe. The Alumni Board may authorize any such assistant to exercise and perform in the absence or disability of his/her superior officer, or in case of vacancy in the superior office, the authority and duties of such officer.
ARTICLE VII -- Committees

Sec. 1 – Standing Committees
The following standing committees may be maintained and the members thereof shall be appointed annually by the president; either from the membership of the Board or from the general membership of the Association, or from both.

1. Executive Committee – This committee shall include the elected officers plus the immediate past president and the Director of Alumni Affairs or his/her delegate.
2. Events Committee
3. Networking Committee
4. Membership and Awards Committee
5. Annual Fund Committee.

Sec. 2 – Authority and Duties of Standing Committees
1. Executive Committee shall see that all policies and orders of the Board are carried out and executed, shall keep itself in touch with the administration and conduct of the University, and shall, in the interim between meetings of the Board, have, and be authorized to exercise, all the authority of the Board, subject only to prospective, but not retroactive, disapproval or change by the Board. Any election by the Executive Committee to fill any vacancy in any office (excluding the President) of the Board shall be effective only until the adjournment of the next meeting of the Board. The president may schedule Executive Committee meetings between regularly scheduled board meetings in order to conduct the Board's business, as needed.
2. The authority and duties of the remaining standing committees shall be such as are hereafter prescribed by the Board. A statement of the membership, powers and duties, and reporting of such standing committee shall be published as an Appendix to these By-laws.

Sec. 3 – Task Forces
The Board may at any time create task forces of the Board which may be composed of Members, Members of the Board, Trustees, Faculty, Students, Alumni, and Friends of the University to consider and report to the Board upon any subject within the authority of the Board. Task forces shall continue in existence until they have performed the duties imposed upon them, issued a report, and been discharged by the Board.

ARTICLE VIII – Resignation and Vacancies

Sec. 1 – Resignation
Any Member of the Board may at any time resign his/her term of service by delivering to the Secretary a written resignation, provided that a resignation by the Secretary shall be delivered to the President. Unless otherwise specified therein, any such resignation shall take effect upon such delivery.

Sec. 2 -- Vacancies
Any vacancies so created, or arising in any other manner, in the membership of the Alumni Board may be filled by the Alumni Board by election for the remainder of the unexpired term (but subject to the provision of Article VII, Sec. 2, (1), relating to filling of vacancies by the Executive Committee).
ARTICLE IX – Local Alumni Clubs

Sec. 1 -- Alumni Clubs
An Ohio Northern Alumni Club may be authorized by the Association in local, regional or other geographic areas where there is a large enough concentration of Ohio Northern Alumni to both sustain events and manage a club with the minimum requirements for an Alumni Club to be determined by the university representative responsible for Alumni Clubs. Alumni Clubs are formed for the benefit of both Alumni and Ohio Northern University and shall be governed and operated in accordance with this Constitution and the Bylaws adopted by such Clubs and approved by the Association’s Executive Committee.

Sec. 2 -- Local, Regional, and Other Alumni Organizations
Local, regional, and other organizations of Ohio Northern alumni may be authorized by the Association’s Executive Committee, and shall be governed in accordance with Bylaws adopted by such local alumni organizations and approved by the Association’s Executive Committee.

Sec. 3 -- Termination of Alumni Clubs
The Association has authority to terminate the status of any Alumni Club at any time. The Association must then notify such Alumni Clubs of this action in writing.

ARTICLE X – Amendment of Constitution

This Constitution may be amended or repealed, in whole or in part, by the Alumni Board, at any meeting, provided notice of the substance of the proposed amendment or repeal, and that the same will be considered at such meeting, has been mailed to each Board member, by the Secretary, or by the proponent of the amendment or repeal at least fifteen (15) days (including the day of mailing, but not the day fixed for the meeting) before the date fixed for such meeting.
Policy Statement of The Ohio Northern University Alumni Association

Alumni Board Members Code of Conduct

1. A Member shall devote time, thought, and study to his or her duties as a member of The Ohio Northern University Alumni Association.
2. A Member shall learn how Ohio Northern University functions – its uniqueness, strength, and needs.
3. A Member shall carefully prepare for, regularly attend, and actively participate in Board meetings and committee assignments.
4. A Member shall accept and abide by the responsibilities of the Board and the regulations, rules of procedure, policies, and resolutions of the Board.
5. A Member shall base his or her vote upon all information available in each situation and shall exercise his or her best judgment in making decisions.
6. A Member shall vote according to his or her individual conviction, and may challenge the judgment of others when necessary; yet a Member shall be willing to support the majority decision of the Board and work with fellow Board members in a spirit of cooperation.
7. A Member shall maintain the confidential nature of all Board deliberations in Executive Session. This includes written and verbal communication concerning the Executive Session. A Member shall avoid acting as a spokesperson for the Board unless specifically authorized to do so.
8. A Member shall refrain from actions and involvements that may prove embarrassing to Ohio Northern University.
9. A Member shall act and make judgments always on the basis of what is best for Ohio Northern University as a whole.