

# ARTICLES OF ASSOCIATION OF THE KEENE STATE COLLEGE

## ALUMNI ASSOCIATION

### Article I Voluntary Association

Be it known that we, the undersigned, former students of Keene Normal School, Keene Teachers College, and Keene State College hereby associate ourselves together to form a voluntary association.

### Article II Name

The name of said Association shall be **THE KEENE STATE COLLEGE ALUMNI ASSOCIATION**.

### Article III Purpose

The purpose of the Association shall be the promotion of the welfare of alumni and Keene State College.

### Article IV Administration

The Keene State College Alumni Association is a dependent affiliate of the College. Its policy and programs are determined and directed by a Board of Directors.

### Article V Place

The offices of the Association will be maintained in Keene, in the County of Cheshire, in the State of New Hampshire.

## BY-LAWS OF THE KEENE STATE COLLEGE ALUMNI ASSOCIATION

### ARTICLE I MEMBERSHIP

- Section 1.** The Association shall consist of Active and Honorary Members.
- Section 2.** **Active Members:** Active members shall be (a) graduates of Keene Normal School, Keene Teachers College or Keene State College and (b) any former students of the College who were enrolled as matriculated students and who completed the equivalent of one full academic year as a candidate for a degree, diploma or certificate.
- Section 3.** **Honorary Members:** Honorary members shall be Trustees of the University System of New Hampshire during their terms of office,

members of the full-time faculty and staff while employed by the College, and recipients of honorary degrees from the College. Honorary membership for trustees, faculty and staff may be extended beyond the years of service by action of the Board. Presidents of Keene State College and recipients of honorary degrees from the College shall become Honorary Members for life.

## **ARTICLE II DIRECTORS**

### **Section 1. Election and Term of Office.**

- A.** The management of this Association shall be vested in a Board of not less than eighteen Directors, fifteen of which shall be elected by vote of the members of the Association. Five directors shall be elected each year to serve a term of three years. Two positions on the Board shall be filled by: the president of the senior class or a designee who shall serve during the senior year, and the president of the immediate graduating class or a designee who shall serve for a period of one year following graduation of the class. No elected Director may serve for more than two consecutive three-year terms.
  
- B.** The elected Alumni Trustee who serves on the Board of Trustees of the University System of New Hampshire and the President of the College shall be ex officio members of the Board and shall have the right to vote. The immediate Past President of the Association shall serve, ex officio, with full voting rights. The Director of Advancement (or his/her designee), and the Director of Alumni and Parent Relations shall be ex officio members of the Board and shall not have the right to vote.

### **Section 2. Powers and Duties.** The Board of Directors shall:

- A.** Participate in the selection of the Director of Advancement and the Director of Alumni and Parent Relations with the College search committee, the President of the College and the Trustees of the University System.
  
- B.** Approve the proposed annual operating budget for the Alumni Association.
  
- C.** Be responsible for the policies and programs of the Alumni Association.

### **Section 3. Meetings:**

- A. The Board of Directors shall hold five regular meetings each year on dates determined by the President of the Association and the Director of Alumni and Parent Relations.
- B. Special meetings may be convened at the call of the President or by any three members of the Board of Directors upon ten (10) days written notice to all Directors.

**Section 4. Quorum.** Eight Directors present at any meeting, regular or special, shall constitute a quorum.

**Section 5. Vacancies.** Any vacant un-expired term on the Board of Directors shall be filled by the Board from among those candidates not elected by ballot in the most recent election. In the event none of those candidates is able to serve, the Board may appoint another member of the Association to fill the vacant seat until the time of the next regular election.

**Section 6. Attendance.** Members of the Board of Directors who have two consecutive unexcused absences from regular meetings of the Board shall have their membership reviewed by the Board for possible termination.

### **ARTICLE III OFFICERS**

**Section 1. Election.** The officers of the Association shall include a President, a First Vice President and a Second Vice President who shall be elected by the Board of Directors from among its members prior to the annual meeting of the Alumni Association.

**Section 2. Term of Office.** Officers-elect of the Association shall take office during Reunion Weekend of each year, and shall serve until Reunion Weekend of the following year.

**Section 3. Powers and Duties**

- A. **President:** The President of the Association shall be Chairman of the Board of Directors and shall be a member ex officio of all committees of the Association except the Nominating Committee. He/She shall appoint all committees and shall make appointments to fill all vacancies therein, subject to the approval of the Directors.
- B. **First Vice President:** The First Vice President shall serve as the chairman of the Grants Committee and shall fulfill the duties of the President in the absence or disability of that officer.

- C. **Second Vice President:** The Second Vice President shall serve as chairman of the Chapters Committee and shall fulfill the duties of First Vice President in the absence or disability of that office.
- D. **The Professional Staff:** The Director of Advancement and the Director of Alumni and Parent Relations head the professional staff of the Association and shall have current job descriptions on file and available for inspection by the Board of Directors. They shall serve as ex officio members of all committees of the Association except the Executive Committee. The professional staff shall:
1. Be responsible to the Board of Directors for implementing the policies and programs of the Alumni Association;
  2. Be responsible for preparing the Association budget and seek final approval of it from the full Board;
  3. Coordinate the administrative, legal and financial policies of the Association with the President of the College with respect to standards and procedures of the College;
  4. Exercise general supervision over publications of the office and Association; the annual KSC Fund; alumni records; area alumni meetings; class and club/chapter programs; annual elections; arrangements for reunions, homecomings and other gatherings of alumni; funds received and disbursed by the Association; and other functions as designated by the Board of Directors.
  5. Make an annual report of Association activities to the President of the College and to the Board of Directors.

#### **ARTICLE IV STAFF AND ADMINISTRATION**

The Director of Advancement and the Board of Directors of the Association may designate additional operating or professional staff provided such additional staff positions have been approved by the President of the College and consistent with procedures prescribed by the Trustees of the University System.

#### **ARTICLE V COMMITTEES**

The following are the standing committees of the Alumni Association:

- A. **Executive Committee:** Shall consist of the President of the Association, the Vice Presidents and three other Directors appointed by the President

and approved by the Directors. The Director of Alumni and Parent Relations shall attend all meetings of the committee in an advisory capacity except when the Committee is in executive session.

The Executive Committee shall conduct Board business between meetings of the full Board, and shall meet at the call of the President or any three of its members. Three members shall constitute a quorum. It shall submit a report of all meetings at each meeting of the full Board.

- B. Nominating Committee:** Shall consist of five Active Alumni. Two members of the Committee shall be members of the Board of Directors. No members of the Nominating Committee may be a candidate for election or re-election. The Committee shall nominate two candidates for each vacancy occurring annually on the Board of Directors and not less than three candidates for Alumni Trustee.
- C. The Chapters Committee:** Shall consist of at least one representative of every recognized chapter and of those chapters in an organizational stage. The chair of the Committee shall be the elected Second Vice President of the Association. Representatives of the various chapters will be appointed by the President of the Association prior to July 1 of each year. Large geographic dispersion of the members may require meetings to be held electronically. These meetings will be held five times per year. This Committee shall assist the Director of Alumni and Parent Relations with outreach efforts to alumni living away from the campus.
- D. Alumni Awards Committee:** Shall consist of six alumni, three of whom shall be appointed each year by the President of the Association to serve two year terms. Two of these shall be selected from the Board of Directors. The Committee shall annually select recipients for awards authorized by the Board of Directors. The Board of Directors will be responsible for establishing and setting the selection criteria for new awards.
- E. Alumni Grants Committee:** Shall consist of thirteen and will include: The First Vice President, who will serve as the committee chair; the President of the Association; four other Board members; one alumni at-large, one student Board member or designee; and one donor club member. The President of the College and the Alumni Trustee shall serve as ex officio members with the right to vote. The Director of Advancement and the Director of Alumni and Parent Relations shall serve as ex officio members of the committee without the right to vote. Elected Board members appointed to this committee shall serve for two years, with two retiring from the committee each year.

The Committee shall screen requests for Alumni Association Grants. Such grants will be funded by that portion of unrestricted gifts to the annual KSC Fund allocated for this purpose, as authorized by the Board, as part of the annual operating budget of the Association. The committee will submit a report of its recommendations to the full Board for approval or disapproval. Those grants approved by the Board will be administered in accordance with the provisions of Article X, Section 2, c., of the By-Laws of the Association.

- F. Additional Standing Committees may be established by the Board from time to time, in order to effectively carry out the programs and policies of the Association. Such standing committees shall include at least one elected member of the Board of Directors and shall be appointed by the President of the Association, with approval of the Board.

## ARTICLE VI CLUBS/CHAPTERS

**Section 1. Definition.** Any group of bona fide alumni of Keene State College which adopts the purpose of this Association as stated in Article III of the Articles of Association, and which agrees to abide by the provisions of these By-Laws, may apply to the Board of Directors for recognition as a Keene State College Alumni Club/Chapter.

**Section 2. Club/Chapter Constitution.** Keene State College Alumni Clubs/Chapters may be governed by a constitution and by-laws not inconsistent with these By-Laws, which have been submitted and accepted by the Board of Directors of the Association.

## ARTICLE VII CLASSES

**Section 1. Definition.** The Class shall be the basic unit of organization of the Alumni Association. A Class is established each year upon enrollment in the College, and members are so designated according to their intended date of graduation. Non-graduate alumni will be designated as former members of the class with which they were originally affiliated, as determined at the time of initial enrollment in the College. Graduating alumni shall become affiliated for reunion purposes with the class of the year of graduation. All alumni may indicate a preferred class affiliation for reunion purposes other than that determined by the date of graduation. Alumni holding more than one degree from the College will be invited to participate in reunions with the classes from each year in which they earned degrees.

**Section 2. Class Constitutions.** Keene alumni classes may organize themselves under a constitution and by-laws not inconsistent with these By-Laws which have been submitted and accepted by the Board of Directors of the Association.

**Section 3. Class Secretaries.** Efforts will be made by the Director of Alumni and Parent Relations to secure a volunteer class secretary or co-secretaries for each alumni class. Those classes organized under a constitution as noted in Article VII, Section 2 above, may elect a class secretary. The class secretary assists the alumni office in maintaining current addresses of class members, in preparing class notes for the alumni magazine, and in planning class functions. The class secretary may enlist the support of associate secretaries as necessary.

## ARTICLE VIII MEETINGS

**Section 1. Annual Meeting.** The Annual Meeting of the Keene State College Alumni Association shall be held in Keene at a time and place determined by the Board of Directors. Notice of the date, hour and place of meeting shall be sent to all members of the Association not later than one month before the day appointed for the meeting.

**Section 2. Quorum.** Fifty Active Members shall constitute a quorum.

**Section 3. Record.** A report of the Annual Meeting shall be published in the alumni magazine.

**Section 4. Parliamentary Procedure. Roberts Rules of Order** shall generally govern the procedure of all meetings.

## ARTICLE IX ELECTIONS

**Section 1. Election Procedure.**

- A.** All candidates with the exception of Alumni Trustee must be nominated on or before March 1 of each year, or such other date as the Board of Directors may set. The Chairman of the Nominating Committee, on or before the designated date, notifies the Director of Alumni and Parent Relations of the candidates selected. Candidates for the Alumni Board of Directors must be Active Members of the Alumni Association (Article I, Section 2. A.). The Director of Alumni and Parent Relations prepares and issues a ballot to all members of the Association. Ballots will be received by the alumni office up to midnight of May 1 or such other date as may be set by the Board of Directors, and shall be opened and counted in the presence of the Nominating committee. Results of the election will be reported by the Director of Alumni and Parent Relations at the Annual Meeting.

- B. The ballot shall include a biographical description of each candidate and a return coupon for use in voting.
- C. Since only one copy of the alumni magazine is mailed to each alumni household, alumni couples may duplicate the voting coupon for use in casting a second ballot. In such cases, the duplicate ballot must be signed by one member of the alumni couple as evidence of good faith in complying with the principle of one-vote-per-alumni.

**Section 2.** Election and Term of Alumni Trustee:

- A. Every effort will be made by the alumni staff and the Board of Directors to obtain names of candidates for Alumni Trustee. Provision must be made for nominations from the Association membership and for self-nomination by alumni. These nominations are to be referred to the Nominating Committee in the year as Alumni Trustee is to be elected.
- B. The Nominating Committee will select not less than three candidates, all of whom shall be Category A, Active Members of the Alumni Association (Article 1, Section 2., A.) and who have indicated in writing their willingness to accept and serve if elected. Each ballot shall carry a blank line for any eligible alumni name to be filled in.
- C. The ballot shall be mailed at least one month prior to the date of election. These ballots may be mailed and returned in the same envelopes as the ballots for the Board of Directors.
- D. All ballots for Alumni Trustee shall include a biographical description of each candidate.
- E. The President of the College, or a representative appointed by him/her may attend the counting of the votes for Alumni Trustee which will be opened and counted in the presence of the Nominating Committee. The person having the highest number of votes shall be declared elected and the results shall be communicated to the University System Board of Trustees at its regular meeting in June.
- F. A special election to fill the un-expired term of an Alumni Trustee shall follow this same procedure.
- G. In the event of an unexpected emergency, resignation, or other extenuating circumstances whereby the Trustee cannot fulfill his term of office, the Alumni Board of Directors may appoint an interim member to fill the position of Alumni Trustee until a new Trustee is elected during

the next annual election. The appointee may be considered as a candidate for the position of Alumni Trustee in the upcoming election.

- H. The term of office of the Alumni Trustee shall be four years. No Trustee may serve more than two consecutive four-year terms.
- I. If any portion of Section 2 of this Article is in conflict with the manner of election of Alumni Trustees established by the Board of Trustees, then the manner prescribed by the Board of Trustees shall prevail.

## **ARTICLE X FUNDS AND FINANCING**

### **Section 1. Financing:**

- A. The Keene State College Alumni Association shall draw its financial support from the College.
- B. The Board of Directors shall submit an annual budget in conformity with College practice through the president of the College.
- C. The Director of Alumni and Parent Relations has the responsibility for the proper and authorized expenditure of the budgeted funds of the Association.

### **Section 2. The Annual KSC Fund:**

- A. The College shall annually conduct a fund appeal among its alumni and friends for financial support of College projects.
- B. The Director of Advancement shall exercise general supervision of the annual KSC Fund.
- C. Proceeds of the annual KSC Fund shall be allocated in accordance with the recommendations of the Board of Directors subject to the approval of the College president, or as directed by the donors.

## **ARTICLE XI PUBLICATIONS**

*Keene State Today* is the official publication of the Alumni Association

## **ARTICLE XII AMENDMENT**

The Article of Association and By-Laws may be amended by a majority vote of the active members present at any annual or special meeting of the Association, notice having been duly given thirty (30) days in advance or by majority vote of those submitting a mail ballot by a stated deadline, notice having been duly circulated through the official publication of the

Alumni Association. In the event amendments are being submitted for ratification by the latter method, a minimum sixty (60) days voting period must be allowed following the mailing of the amendment proposal and ballot. If a member desires to propose an amendment to the By-Laws, then such proposal shall be submitted in writing to the Board of Directors, accompanied by the signatures of thirty (30) active members. When submitted for a vote of the Association membership, notice of any proposed amendment shall state whether or not it is approved and recommended by the Board of Directors.

As amended, May 11, 1968  
as further amended, May 16, 1970  
as further amended, May 19, 1973  
as further amended, May 20, 1978  
as further amended, May 19, 1979  
as further amended, May 17, 1986  
as further amended, June 6, 1987  
as further amended, May 19, 1990  
as further amended, May 21, 1994  
as further amended, May 30, 2001  
as further amended, June 3, 2006