



# CONSTITUTION AND BY-LAWS OF THE SUNY COLLEGE AT ONEONTA ALUMNI ASSOCIATION, INC.

## Article I — Name

The name of the Corporation shall be the SUNY College at Oneonta Alumni Association, Inc.

## Article II — Mission

The Corporation is formed as an incorporated association (referred to herein as the “Association”, the “Alumni Association”, or the “Corporation”) of the graduates of the State University of New York College at Oneonta; State University College at Oneonta, New York; Oneonta State Teacher’s College; and the Oneonta Normal School, or any of their predecessors. It is subject to the supervision of the State University of New York, as consistent with the bylaws and mission of the Corporation.

### Mission

The mission of the SUNY Oneonta Alumni Association is to connect, engage, support and celebrate alumni, students, faculty, staff, and friends.

### Vision

We build lifelong relationships and cultivate pride with alumni, students, faculty, staff, and friends that support the success of our college.

### Values

The values of the SUNY Oneonta Alumni Association include:

- Engaging alumni and students
- Celebrating the best of Oneonta
- Building lifelong relationships
- Delivering quality programs and services to alumni
- Promoting pride for Oneonta
- Informing alumni

## Article III — Fiscal Year

The fiscal year for the Association shall be from July 1 — June 30.

## Article IV — Membership

All graduates of the State University of New York College at Oneonta or its predecessor institutions shall be members. Graduates include those who have been awarded a diploma, baccalaureate, or masters degree.

## Article V — Board of Directors and Officers

The Board of Directors of the Corporation shall be the governing body and shall carry out its mission and policies. It shall consist of twenty (20) members: The Officers of the Corporation (5), and ten (10) at-large members, and the following five (5) Ex-Officio voting members: The President of the College, (or the President’s designee), the College’s Chief Advancement Officer, and the Director of Alumni Affairs (or the equivalent of such offices should the title change) and two (2) student directors who have achieved at least junior status and may be recommended by the President of the Student Association and the Vice President for Student Development. To the extent feasible, the Board shall be representative of the degree programs of the College and also reflect the geographic, class year, and career diversity of its alumni.

### The Officers of the Association shall be

1. President
2. President-Elect (one year, alternates with Past President)
3. Vice President
4. Secretary
5. Treasurer
6. Past President (one year, alternates with President-Elect)

### A. Nomination and Elections — Officers

Nomination of Officers will be brought forth by the Nominating Committee, chaired by the Secretary of the Corporation. Election of Officers of the Board of Directors requires a majority vote of the Board. Election of Officers shall be conducted at the Annual Meeting in June.

### B. Nomination and Elections — At-Large Board Members

Nominations for election of At-Large Board Members will be brought forth by the Nominating Committee, chaired by the Secretary of the Corporation. Election to the Board of Directors for At-Large members requires a majority vote of the Board in January or June. Elections may be conducted by telephone; facsimile; mail; or at the January or June meetings.

C. **The term for At-Large Board Members** shall be three (3) years for five (5) members, and two (2) years for five (5) members. Board

members may, if nominated, be considered for election to more than one consecutive term. No board member shall succeed himself or herself after a maximum of six (6) consecutive years. The term for each student director shall be one year. A board member may be considered for re-election after at least a one (1) year leave from the Board. The terms for officers shall be two (2) years except for President-Elect and Past-President, who have alternate terms of one (1) year. Officers may, if nominated, be considered for election to more than one consecutive term. No Officer shall succeed himself or herself after a maximum of two consecutive terms.

- D. Any Board Member or Officer who shall miss two (2) consecutive board meetings without an excuse acceptable to the Board, shall be considered no longer a member of the Board. The Board shall cause such Member to be notified, and the Board shall appoint a replacement to serve the unexpired term until the next election is held. Any one of the elected board members may be removed by the affirmative vote of two-thirds of the board members at a duly constituted meeting.
- E. The Director of Alumni Affairs shall serve as Executive Officer of the Board.
- C. The Board shall establish policy and programs necessary to carry out the mission of the Corporation.
- D. The Board shall approve an operating budget for the Corporation.
- E. The Board shall be consulted on the appointment of a Director of Alumni Affairs, in such manner as established by the President of the College.

#### **Article VI — Meetings**

- A. Regular meetings of the Board of Directors shall be held four (4) times per year — in the summer, fall, winter and spring. Notice of each meeting shall be given at least three (3) weeks prior to the date of the meeting. The Executive Committee (Officers and the Director of Alumni Affairs) has the authority to meet as a group in lieu of one of these four meetings. Additional meetings can be called as needed.
- B. The Annual Meeting of the Corporation shall be held in Oneonta during Reunion Weekend. It shall be open to all alumni and advertised in advance through *Reflections* magazine.

#### **Article VII — Committees**

Alumni Association Board Members shall be appointed by the President to serve on one or more committees of the Association. They include, but are not limited to, the following committees:

1. Reunion Weekend
2. Homecoming Weekend
3. Nominating and Election
4. Reunion Awards Program
5. Finance Committee
6. Young Alumni Council
7. EOP Alumni Steering Committee
8. Audit Committee

**The Audit Committee will be composed solely of independent Directors in order to assure the independence of the Association's financial auditors, review the Association's critical accounting policies and decisions and the adequacy of the Association's internal control systems and oversee the accuracy of the Association's financial statements and reports. The Audit Committee will be empowered by the Board to choose the auditors.**

Ad Hoc Committees may be appointed, as needed, by the President.

#### **Article VIII — Chapter and Regional Events**

The Association will provide assistance and support to meetings and events of active Alumni Chapters. The Association shall establish a regional alumni network. Regional activities shall be planned according to alumni demographics and interests, and coordinated by the Association.

#### **Article IX — Publications**

The Alumni Association shall publish *Reflections* magazine four (4) times per year, which shall serve as the official publication of the Association, and such other publications as determined by the Board.

#### **Article X — Amendments**

The Constitution and By-Laws may be amended at any Annual Meeting by a 2/3 majority vote of the Board of Directors.

#### **Article XI — Dissolution**

In the event of dissolution, the assets of this Corporation shall be disposed of under the law of New York State relative to such disposition or in the absence of such laws, shall be distributed to other qualified non-profit organizations, such as the College at Oneonta Foundation.

*Approved by vote of the Alumni Association Board of Directors, June 5, 2010, Annual Meeting.*

