

Constitution of the Antioch College Alumni Association

Original. June 15, 2012

Suggested Revisions. October 2023

Approved Governance October 18, 2023

Approved Alumni Board October 21, 2023

Article 1. Name. The name of this Association shall be the Antioch College Alumni Association.

Article 2. Governance and Relationship to Antioch College. The Antioch College Alumni Association (the Association) shall operate its affairs in conformity with the Constitution of the Association. In the event that Antioch College ceases operations, disbands, or ceases existence for any cause, or is unable to support the alumni functions, then this Association shall continue its existence as an independent organization.

Article 3. Principal Office. The principal office of the Association is the Office of Alumni Relations, or its successor, on the campus of Antioch College in Yellow Springs, Greene County, State of Ohio. The Association may have other offices as designated by its members or its Board of Directors (Board).

Article 4. Purposes. The purposes of this Association are:

- A. To encourage communication among the alumni of Antioch College.
- B. To maintain and promote the dedication of its alumni to Antioch College.
- C. To assist and promote the interests and welfare, and educational mission of Antioch College.

This Association is organized and operated for the above stated purposes and no part of any net earnings shall benefit of any individual or member.

Article 5. Powers. In order to further the purpose above, the Association has the power to collect and disseminate information, engage in fund raising and organizational activities, and hold property necessary to carry out its purposes.

Article 6. Membership

Section 1. Eligibility. Members of the Association are:

- A. All graduates of Antioch College.
- B. All former students who have completed one year of attendance at Antioch College.
- C. Honorary members as designated by the Board of Directors.

Section 2. Voting Rights. All members have equal voting rights.

Article 7. Board of Directors. The administration of the affairs of the Association is vested in a Board of Directors composed of at least 11 members, all of whom must be members of the Association.

See By Laws of the Alumni Board for details of Administration, Officers, Terms, and Duties of the Board of Directors.

Article 8. Meetings. There are to be at least one meeting per year of the members of the Association. The date, time, and place of the Annual Meeting is fixed by the Board. If more than one meeting is held in any one year, one meeting is to be designated as the Annual Meeting.

Article 9. Amendments. This Constitution may be amended by a two thirds affirmative vote of those members of the Association voting, provided that a written or electronic ballot and notice describing the proposed amendment or amendments with the reason for such a request has been sent to each member, for whom a mailing address or email address is known, at least 30 days prior to the proposed effective date of the amendment. The notice of the proposed amendment must specify a deadline by which all ballots must be received by the Office of Alumni Relations in order to be counted. Once adopted, any and all amendments to this Constitution is binding on all members of the Association.

Article 10. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article 11. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.