

**CONSTITUTION
THE SOCIETY OF ALUMNI
RANDOLPH-MACON COLLEGE**

ARTICLE I – Name and Membership

Section I. The name of this organization shall be The Society of Alumni of Randolph-Macon College (hereinafter "Society").

Section II. All graduates of the College, as well as former students in good standing with a year or more of academic credit, are members of The Society of Alumni. In addition, any person who has been the recipient of an honorary degree shall be a member. Honorary members may be elected by the Society at any meeting of the Society.

ARTICLE II – Purposes and Objectives

The Society shall provide an organization through which members can participate in the various programs of the College on a continuing basis; consult with and advise the College administration and faculty; assist the College in maintaining a tradition of excellence in developing the mind and character of its students; and stimulate and perpetuate the close relationships Randolph-Macon students established during undergraduate years.

ARTICLE III – Location of the Society's Office and Staff Personnel

Section I. The official office of the Society shall be the Alumni Office and be located on the campus of Randolph-Macon College in Ashland, Virginia.

Section II. The Director of Alumni, employed by the College to coordinate alumni programs will serve as advisor to the Society. The Society will endeavor to support the Director in his/her responsibility to coordinate and publicize all on-campus alumni events as well as nationwide programs and opportunities through which alumni may participate and support the College.

Section III. The Society will support and advise the College in its endeavors to employ such additional staff as may be required to coordinate alumni programs.

ARTICLE IV – Elections and Appointments

Society officers, directors and other officials shall be elected at the Annual Meeting of the Society and serve according to provisions contained in the By-laws. All officers, directors and committee chairmen shall begin their terms of office upon election or appointment.

ARTICLE V – Annual Meeting

The Annual Meeting of the Society shall be held at a time to be fixed by the Alumni Board of Directors (hereinafter "Alumni Board").

ARTICLE VI – Local Clubs

Local clubs of the Society may be formed in areas where there are sufficient alumni present and interested to support the purposes and objectives of the Society.

ARTICLE VII – Constitutional Amendments

This Constitution may be amended by a majority of those members present at any properly called meeting of the Society as defined by the By-laws; provided that all proposed amendments shall have been mailed to all members at least thirty (30) days prior to the meeting.

ARTICLE VIII – By-laws Amendments

The By-laws of the Society may be amended either (1) by a majority of those present at any properly called meeting of the Society or (2) by a majority vote of the members of the Alumni Board present at any regular meeting of the Board; provided that the proposed amendments shall have been mailed to all members of the Society at least two weeks prior to the meeting of the Society or the Alumni Board as the case may be.

ARTICLE IX – Other Matters

Any and all matters and rules for the government of the Society, not covered in these articles, shall be set forth in the By-laws.

BY-LAWS

ARTICLE I – Directors, Alumni Board, Executive Committee, Officers

Section I. Directors. The Society of Alumni shall endeavor to cause the membership of the Alumni Board of Directors to be broadly reflective of the diverse heritage, beliefs and cultural traditions that have enriched the Randolph-Macon experience over time. The Society shall also endeavor to cause the Board's membership to be broadly reflective of the diversity that exists in the alumni body with respect to the age and domicile of its members.

An Alumni Board of Directors shall consist of no more than thirty-three members, composed of three classes, elected for staggered three-year terms. None of the foregoing directors may be elected to more than two terms consecutively, provided, however, that a director may continue to serve terms consecutively without being so limited if the director, at the time of nomination for election to another term, is an officer of the board or a nominee for election as an officer.

Except as provided in the previous paragraph, officers of the Society shall be subject to the following term limits. The terms of the President, Vice President, the Secretary and the Directors-at-Large shall be one year. No officer may serve more than two consecutive terms, but each shall continue beyond that time if necessary until his or her successor is elected. Normally the Board member who becomes the Secretary will advance at the conclusion of his/her term to the position of Vice President and the Vice President will become the President.

Additionally, all former Society presidents shall be Honorary Board members, serving without vote, except the immediate past president who shall be a full member of the Board and shall have full voting rights. Duly appointed Standing Committee Chairs, the President of The Boydton Society (or his or her designee) and the chairs of the Young Alumni Board (Richmond Chapter and Northern Virginia Chapter) who are not elected members of the Alumni Board, shall serve with vote on the Alumni Board during their respective terms as Committee Chairs, Presidents or Young Alumni Board Chairs. In addition, the President of the R-MC Student Government Association shall serve with vote on the Alumni Board during his or her term as President. Such Chairs, Presidents and the Student Government President serve in addition to the thirty-three elected directors and the immediate past president of the Society. These additional directors shall not be subject to any limitation on the number of terms that they may serve consecutively.

Each elected director shall be required to attend the regularly called meetings of the Alumni Board of Directors; serve as a member or chairman of at least one standing committee of the Alumni Board; and to participate in such other initiatives of the Alumni Board as may be authorized from time to time. In addition to the foregoing duties, elected directors are expected to contribute to the annual fund to the extent that they are able to do so and to encourage other alumni to support the College financially. Elected directors are also expected to be active ambassadors for the College, participating in recruitment efforts as requested by the local clubs and/or the Admissions Office.

Section II. Alumni Board. The Alumni Board shall be authorized to conduct all business of the Society, to elect its own officers annually, such officers to serve as officers of the Society.

Section III. Executive Committee.

A. Composition. The Alumni Board shall, at the fall meeting of the Board prior to the Annual Meeting of the Society, elect three of its directors and a president, vice-president and secretary, who shall constitute the Executive Committee. These officers will take office immediately upon conclusion of the Annual Meeting of the Society of

Alumni. The immediate past president of the Society and Chairs of the Standing Committees of the Society of Alumni shall be members of the Executive Committee with full voting rights. No director shall be eligible to serve as an officer or member of the Executive Committee unless he or she shall have been a member of the Alumni Board for one year.

- B. Meetings and Duties. The Executive Committee shall engage in strategic planning for the Alumni Board, making recommendations to the Alumni Board about the future direction of its programs and activities. The Executive Committee shall meet at its own discretion or at the discretion of the President and shall prepare the agenda for the Alumni Board meetings. The Executive Committee has the power to act for the Alumni Board in the name of the Society between meetings.

Section IV. Officers and Duties. The officers, working with the Director of Alumni, shall see that all members of the Society are informed of their duties and privileges as members, through publicizing this information on a regular basis in College publications and by special notices when necessary. Only duly elected members of the Alumni Board of Directors may serve as officers.

Immediate Past President: The immediate past president automatically serves on the Executive Committee.

President: The Society president shall preside at all meetings of the Society and the Alumni Board. The president shall be authorized to appoint committee chairs and to appoint Alumni Board members as well as non-members to committees, subject to the confirmation of the Alumni Board. In the exercise of such authority, the president shall be guided by the expressed preferences of the individuals subject to appointment and by the advice and recommendations of the Executive Committee and the committee chairs. The president shall also be authorized to call meetings, prepare agendas for meetings, and assist other officers and Alumni Board members in the performance of their duties. The president shall represent the Society of Alumni on the College Board of Trustees.

Vice President: The Society vice president shall fulfill the duties of president in the president's absence and such other duties as the Board or the Society president shall request. The vice president shall serve as liaison to the Board of Associates.

Secretary: The Society secretary shall faithfully record the proceedings of all Society and Alumni Board meetings and maintain such records in an orderly and accessible fashion in the Society office. In addition the secretary shall be responsible for seeing that all notices of Society and Alumni Board meetings are mailed to members.

Section V. Committees.

- A. Standing Committees. Committee Chairmen shall be expected to see and require that their committees function, and submit a written report to the Secretary after each regularly scheduled meeting. The President, Vice President and Director of Alumni shall be non-voting members of all standing committees. Standing committees are subject to change in accordance with the desires of the Alumni Board and are as follows:

(1) Board Engagement Committee – To present a group of willing, interested and qualified alumni leaders for election to the Alumni Board. To nominate members of the Board to serve as members-at-large of the Executive Committee. To nominate alumni to serve as committee members of the Athletic Hall of Fame Committee. Further, to maintain a list of alumni who demonstrate qualities of leadership.

(2) Awards – To present to the Society from time to time and at least annually a list of alumni and friends who have shown qualities worthy of recognition by the Society of Alumni. Recognition shall be made with the following awards: Distinguished Service Award, established in 1957; Distinguished Alumnus/a Award, established in 1972; Distinguished Friend Award, established in 1973; Honorary Alumnus/a Award, established in 1976; The Young Alumnus/a Service Award, established in 2005; The Young Alumnus/a Achievement Award, established in 2005; the Faculty Service Certificate of Appreciation, established in 1995.

- (3) Student/Alumni Programs – To work with students to develop programs that will both serve student needs and strengthen the ties between the Society of Alumni and the student body.
- (4) Alumni Development – To assist the Development Office in developing support from the Alumni for the Annual Fund.
- (5) Alumni Recruitment Team – To develop and maintain a comprehensive program that will engage alumni volunteers to work with college admissions in attracting and recruiting prospective students to R-MC. The ART program facilitates effective involvement in the student recruitment process through its alumni and friends of the college.

B. Special Committees. The president may appoint committees for special tasks as needed, including members of joint committees and commissions to work with trustees, faculty, administration, and students on particular programs, projects or activities.

ARTICLE II – Elections

Section I. Nominations. The Board Engagement Committee shall nominate at least one person for each vacancy or expiring term on the Alumni Board. The list of nominees shall be presented to the Alumni Board at least thirty days prior to the Annual Meeting and shall be mailed to all Society members at least twenty days prior to the Annual Meeting. Members may nominate candidates by submitting their names to the secretary at least ten days prior to the Annual Meeting.

Section II. Term of Office. Directors shall be elected to office for three-year terms and are eligible to be re-elected, subject only to the limitation on consecutive service set out in Article I, Section I.

ARTICLE III – Meetings

Section I. Society Meetings. The Society shall hold its annual meeting in the fall on the date fixed by the Alumni Board. Special meetings may be called by the Society President or the Alumni Board to transact only that business stated in the call. Notice for special meetings shall be issued at least ten days prior to the meeting.

Section II. Board Meetings. Alumni Board meetings shall be held not less than semi-annually at a time to be fixed by the President. Special meetings may be called by the President or on petition of three Board members at least seven days prior to the meeting.

ARTICLE IV – Office Vacancies

Offices vacated for any reason (resignation, death, removal, or otherwise) may be filled by appointment by the Society President and confirmed by the Board. Any officer, director, or committee chairman so appointed shall serve until the next Annual Meeting when the office shall be filled by election for the remainder of the original term.

ARTICLE V – Removal from Office

Any officer, Board Member, or committee chairman may be removed from office by a two-thirds vote of the Alumni Board at any duly constituted meeting. Grounds for removal shall include, but not be limited to, absence from three consecutive meetings of the Board without reasonable cause.

ARTICLE VI – Quorum

At any regular or called meeting of the Society, those members present shall constitute a quorum. A quorum for any regular or called meeting of the Alumni Board shall be a minimum of one-third of the Board members.