

**Constitution**  
**The Ohio State University Alumni Club**  
**of**  
**Southwest Florida**

**Article I – Name**

The name of this organization is The Ohio State University Alumni Club of Southwest Florida (hereafter referred to as the ‘Club’).

**Article II – Object**

The Club is formed to promote the advancement of the best interests of The Ohio State University and The Ohio State University Alumni Association, Inc. (hereafter referred to as the ‘Association’) by providing fellowship and the furtherance of professional relationships among alumni, friends and former students of The Ohio State University (hereafter referred to as the ‘University’). It shall be an integral part of The Ohio State University Alumni Association, Inc., the official alumni organization of the University. The Club will also promote and support the mission of The Ohio State University Alumni Association, Inc.

**Article III – Membership and Dues**

**Section 1.** All persons who hold degrees awarded by the University including associate, bachelor, graduate, professional, and honorary degrees, or are medical resident graduates of the University, are eligible for membership in the Club, may serve as an officer and on the Board of Directors and can vote on matters of the Club.

**Section 2.** All persons who were in good standing as dues-paying members as of July 1, 2012 as either Life Members or Annual Members of the Association, but do not hold a degree from the University, are eligible to hold office, may serve as a committee member, and are eligible to vote on matters of the Club as determined by the Board of Directors of the Club.

**Section 3.** Other individuals, who by their interest and activity have distinguished themselves by their work for the Club, may be entitled to honorary membership by special action of the Board of Directors of the Club. Honorary members may not hold office. The Board of Directors shall determine if honorary members are allowed to vote on matters of the Club.

**Section 4.** Such nonalumni who express an interest in membership in the Club may be granted associate membership in the Club. Associate members may not hold office. The Board of Directors shall determine if associate members are allowed to vote on matters of the Club.

**Section 5.** Dues may be as established by the Board of Directors.

**Section 6.** Membership in good standing is defined as having membership dues paid for the current fiscal year.

**Section 7.** Anyone eligible for membership shall become a member upon payment of dues or other criteria established by the Board of Directors of the Club.

#### **Article IV – Officers**

**Section 1.** The officers of the Club shall consist of at least a President, Vice President, Secretary, Treasurer, all of whom must be Active Members in the Association.

**Section 2.** The duties of the officers shall be such as are generally exercised by such officers, and such as may be assigned to them respectively by the Board of Directors of the Club from time to time.

#### **Article V – Duties of Officers**

**Section 1. President:** The President shall preside at all meetings of the Club, shall serve as the chairperson of the Board of Directors of the Club and an ex officio member of all committees, shall become familiar with alumni club resources and shall attend or assign designee to necessary training workshops. The President shall be a graduate of The Ohio State University, having received an undergraduate, graduate, professional, or other type of degree earned from the university.

**Section 2. Vice President:** The Vice President shall assist the President. In the absence or disability of the President, or at his or her request, the Vice President shall perform the duties of the President. If the office of President becomes vacant, he or she shall become President for the unexpired term.

**Section 3. Secretary:** The Secretary shall have the custody of the names and addresses of the local Club members in good standing, as well as a list of alumni in the area (provided by the Association) and shall record all changes, notifying the Association of any additions or corrections to the list. The Club shall not release the list for political, commercial or personal gain. Release of the list shall be made only on approval by the Association; subject to the constitution of the Association. Any person(s) in violation of this policy shall be subject to expulsion from the office by the Board of Directors of The Ohio State University Alumni Association, Inc. The secretary shall arrange to send out notices of regular or special meetings of the Club and shall send reports of all meetings and activities of the Club to the Association. He or she shall assist the President of the Club.

**Section 4. Treasurer:** The Treasurer shall supervise all receipts and expenditures of Club funds. If dues are charged, he or she shall collect and disburse them subject to the approval of the Board of Directors of the Club. The Treasurer shall complete and submit annual financial forms to the Association. Additionally, he or she shall complete and submit any documents that may be required by the Internal Revenue Service. He or she shall assist the President of the Club.

**Section 5. Past President:** The immediate past President shall assist the President with the transition and with past business.

## **Article VI – Board of Directors**

**Section 1.** The Board of Directors, all of whom must be active members of the Association, shall consist of:

- a.** The above-named officers.
- b.** The chairpersons of the standing committees as defined in Article VIII.
- c.** The immediate Past President of the Club.
- d.** As many additional Directors as the local club may choose to elect.
- e.** The President/CEO of the Association or his or her designee as an ex officio member.

**Section 2.** The Board of Directors shall have full power to fill all vacancies.

**Section 3.** The governance of the Club and the direction of its activities shall be vested in the Board of Directors.

**Section 4.** A meeting of the Board of Directors must be called by the President of the Club upon written request of three members of the Board of Directors.

**Section 5.** The Board of Directors shall hold at least two meetings a year and others at the discretion of the president.

**Section 6.** The Board of Directors shall have authority to approve or remove directors by majority vote of current Board of Directors. Criteria for removal shall consist of, but will not be limited to unethical behavior, non-participation, not an alumni member in good standing with the Association or local club.

## **Article VII – Membership Meetings**

**Section 1.** At least one general alumni meeting must be held each year (known as the “Annual Meeting”). Failure to comply with this provision shall make the Club charter subject to revocation by the Association.

**Section 2.** There shall be such other meetings each year as the President, with the approval of the Board of Directors of the Club, deems desirable.

**Section 3.** The President of the Club must call a meeting upon the written request of ten members of the Club. Upon failure of the President to call such a meeting within ten days of such request, the meeting may be called by another officer or member of the Board of the Directors, or by the ten petitioning members. In such instance, the President/CEO of the Association or designee shall be notified, and shall send due notice of the time, place and purpose of the meeting to all members of the Club.

**Section 4.** Where this constitution fails to provide authority for procedure, Robert’s Rules of Order shall be used.

## **Article VIII – Committees**

**Section 1.** The President of the Club shall appoint the following standing committees with the approval of the Board of Directors of the Club. Duties will include, but will not be limited to the scope of the committee.

**a. Meeting & Programs:** It shall be the function of this committee to organize the Annual Meeting of the Club; plan the program; obtain the publicity for them; and to arrange notification by mail, electronic means or phone to the Club.

**b. Membership:** It shall be the duty of this committee to check the names of those eligible for membership with the Club and to use all means possible to encourage non-members to do their share in furthering the interests of the university by joining the Club. This committee shall work closely with the Secretary in maintaining an accurate list of the names and addresses of the alumni and former students in the Club area. The committee will also encourage membership in The Ohio State University Alumni Association, Inc. whenever possible.

**c. Student Recruitment & Scholarship:** This committee shall serve as the communication link between the Director of Student Recruitment and the Club. The committee shall become familiar with alumni student recruitment resources, Admissions Office brochures, and attend necessary training workshops and update sessions. It shall be the duty of the committee to distribute scholarship applications, literature and entrance forms to local high schools and outstanding students ready for college. The committee shall be responsible for screening and interviewing applicants for the Club scholarships and make recommendations for the Club scholarship award winners to Board of Directors of the Club.

**d. Communications:** This committee shall serve as the primary link between the Board of Directors and the membership, through such means as email, a Club website and the use of social networking services. The committee will also assist to promote the Club to non-members through email, a Club website, social networking services or other appropriate media.

**Section 2.** The President of the Club, with the approval of the Board of Directors, shall appoint such additional committees as in the President's judgment the interests of the Club may require, and may prescribe the duties of such committees.

## **Article IX – Elections & Terms**

**Section 1.** The Fiscal Year of the Club shall be run from July 1 thru June 30 of the following calendar year. Terms of the Board members and officers shall run concurrent with the fiscal year and will consist of 3 years (or partially thereof if added to the Board at an interim date).

**Section 2.** Members of the Board of Directors shall be elected by a majority vote each year at the annual member meeting and shall hold office until their successors have been qualified and elected. Elections will be held at the annual meeting to replace board members whose terms have expired as defined in the Club bylaws.

## **Articles X – Voting**

- A.** A quorum will be defined as 60% participation of the current total membership of the Board of Directors.
- B.** Voting of Club business can be done either in person at a meeting of the Board of Directors or via email submitted to the Club President and the Secretary.
- C.** An appropriate time frame will be established by the Board of Directors to submit an electronic vote and to allow for such research or comment period as may be necessary.
- D.** Electronic voting shall be initiated and tallied by the President, and verified by the Secretary. The President will notify the Board of Directors of the outcome and provide Secretary with results of the vote.
- E.** The Secretary shall record the results of all votes, whether in person or electronic, in the minutes of the meeting in which vote was initiated or in the minutes of the next meeting of the Board of Directors.

## **Article XI – Bylaws**

The Club is permitted to establish bylaws at any regular board meeting of the Club, a quorum being present, by a two-third vote of all board members present, provided that notice of such proposed bylaw shall be provided via mail, electronic means or phone to each board member at least ten days before such meeting. No amendment or addition to the bylaws can be made which is not in harmony with the Club constitution or is contrary to the constitution of the Association.

## **Article XII – Adoption**

This constitution shall be officially adopted upon its approval by a majority vote of the members of the local Club at any regular or special meeting of the Club. It shall take effect upon the granting of a charter by the Board of Directors of the Association authorizing its functioning as an official alumni club of The Ohio State University.

### **Article XIII – Amendments**

This constitution may be amended by a majority vote of the total votes cast in a manner decided upon by the Board of Directors of the Club. No amendments shall take effect until duly approved by the Board of Directors of The Ohio State University Alumni Association, Inc.

Revised 5 February 2016