OHIO WESLEYAN UNIVERSITY

ALUMNI ASSOCIATION AND BOARD OF DIRECTORS BYLAWS

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ARTICLE I
NAME

The name of this Association shall be the Ohio Wesleyan University Alumni Association (the "Association").

ARTICLE II
PURPOSE

The purpose of the Association shall be:

A. To build upon the common bond of enthusiasm, loyalty, and service of alumni to Ohio Wesleyan University (the "University");
B. To further the engagement of alumni in the advancement of the University; and,
C. To perpetuate the University's tradition of service and commitment to life-long learning.

ARTICLE III
MEMBERSHIP

The membership of the Association ("Association Members") shall consist of alumni members and honorary alumni members.

A. Alumni Members. All persons who have completed at least two (2) semesters in academic good standing at the University:
    a. Upon graduation of the class in which they initially enrolled, or;
    b. Upon completion of their second semester in academic good standing if the class in which they initially enrolled has already graduated.
B. Honorary Alumni Members. All persons who have received Honorary Alumni status from the Association or University.

ARTICLE IV
GOVERNANCE

SECTION 4.01 UNIVERSITY OVERSIGHT
The Association shall operate under the authority of the University and under the instruction of the Office of University Advancement.

SECTION 4.02 BOARD OF DIRECTORS
The Association's Board of Directors (the "Board") shall be the leadership body of the Association. All voting Board members shall be Association Members.

SECTION 4.03 ASSOCIATION OFFICERS
The Officers of the Association (referred to herein as the "Executive Committee") shall include a

President, Vice President and Secretary.

A. Alumni Officers. The President and Vice President shall be Association Members and current members of the Board of Directors.
B. Secretary. The Director of Alumni Engagement ("Alumni Director") shall be the Secretary.

SECTION 4.04 AFFINITY ORGANIZATIONS

A. Affinity Organizations. Affinity Organizations may be any group established to represent Association Members in cooperation with the University Advancement Office.

ARTICLE V
MEETINGS OF ASSOCIATION MEMBERS

SECTION 5.01 ANNUAL MEETING

A. Annual Meeting. There shall be one Annual Meeting of the Association held each fiscal year. A "fiscal year" in these bylaws shall be defined as the period between July 1 and June 30.
B. Purpose of Meeting. The purpose of the Annual Meeting shall be to provide updates concerning the affairs of the Association and the University.
C. Record of Proceedings. The University Advancement Office shall maintain a record of its proceedings.

SECTION 5.02 SPECIAL MEETINGS

A. Special Meetings. University leadership, the University Advancement Office, the President or Vice President of the Board of Directors may call, or one hundred (100) Association Members may request in writing, a special meeting of the Association.
B. Notice. Notice of any Special Meeting shall be provided by the University Advancement Office to Association Members at least thirty days prior to the scheduled meeting via any method regularly employed to communicate with the Association including, but not limited to, letter, e-mail, promotional mailing.
C. Remote Attendance. Association members shall participate virtually as deemed appropriate by the University Advancement Office and the Board.
D. Record of Proceedings. The University Advancement Office shall maintain a record of its proceedings.

SECTION 5.03 QUORUM AND VOTING

A. Quorum. The number of Association Members present at any regular or special meeting shall constitute a quorum for transaction of business at such meetings.
B. Majority Vote. Except as otherwise provided by these Bylaws, any action required or permitted shall be by affirmative vote of a majority (more than 50 percent) of the Quorum present (a "Majority Vote"), including virtual participants.
C. Proxy Voting. Voting by proxy shall be allowed as deemed appropriate by the University Advancement Office and Alumni Officers.
D. Emergency. A vote by mail and/or electronic ballot may only be taken in cases of an emergency. An "emergency" shall be defined in these bylaws as a serious, unexpected or

dangerous situation or condition requiring immediate attention and may only be declared by a majority of the Association Officers or the University Advancement office.

ARTICLE VI
DIVERSITY, EQUITY, AND INCLUSION

The Association is committed to providing an inclusive and welcoming environment in its activities and operations for Association members and guests, current students, University faculty and staff, and vendors. The Association welcomes and encourages volunteer support and participation, and shall not discriminate based on race, color, religion, age, ethnicity, national origin, national ancestry, sex, pregnancy, gender, gender identity or expression, sexual orientation, military service, or veteran status, mental or physical disability, or genetic information.

ARTICLE VII
BOARD OF DIRECTORS

SECTION 7.01 BOARD ROLE AND RESPONSIBILITIES

The Board shall operate in an advisory role to the University and Office of University Advancement. The responsibilities of the Board shall be:

A. To promote opportunities for engagement, fellowship, and University financial support by Association members;
B. To serve as a positive advocate and connection for Association Members regarding University news and initiatives;
C. To assist the University in recruiting qualified students and to enhance the student experience through mentoring and career development;
D. To provide leadership, support, and assistance to the University Advancement Office on initiatives concerning the Association and Association Members it serves; and,
E. To review and conduct the business affairs of the Board and the Association as specified in these Bylaws.

SECTION 7.02 BOARD COMPOSITION

The Board shall be composed of the following members:

A. Alumni Officers.
B. Directors/Graduating Class Directors. A minimum of fifteen and to not exceed twenty-nine Association Members (hereinafter collectively the "Directors" and singly a "Director") elected by the Board as set forth in Section 8.03 of these Bylaws.
C. Appointed Representatives. Appointed Representatives (hereafter collectively the "Representatives" and singly "Representative") of Affinity Organizations as approved by the Board in Section 8.03 of these Bylaws.
D. *Ex officio* Representatives. Appointed Representatives as approved by the Board in Section 8.03 of these Bylaws.

SECTION 7.03 BOARD MEETINGS

A. Regular Meetings. There shall be two meetings per fiscal year held in the fall and spring, such times, and locations to be determined by the Executive Committee. Only in the event of an emergency may Regular Meetings be cancelled.

B. Purpose of Meetings. The purpose of Board meetings shall be to:

1) Review and act on all matters of interest to the Association;
2) Receive reports concerning the affairs of the Board, Association, the University, and their respective constituent bodies; and,
3) Elect Directors, Representatives, *ex officio* Representatives, and/or Board Officers.
4) Approve nominees for receipt of the Distinguished Achievement Citation, Alumni Award, Young Alumni Award, and Honorary Alumni Status.

C. Special Meetings of the Board. On ten (10) days written notice by the Executive Committee or by any eight (8) members of the Board, a special meeting of the Board may be held.

D. Remote Attendance. Directors may participate in any meeting of the Board virtually as deemed appropriate by the Executive Committee.

E. Record of Proceedings. The Board will keep a record of its proceedings. The Secretary shall maintain records of proceeds at the University.

F. Closed Meetings. Meetings of the Board are closed to anyone who is not a member of the Board. Guests may attend Board meetings upon approval of the Executive Committee.

SECTION 7.04 BOARD MEETING QUORUM AND VOTING

A. Quorum. Board members in attendance at any regular or special meeting shall constitute a quorum for the transaction of business at such meetings.

B. Voting. Each Alumni Officer, member of the Board and Representative shall have one vote for any action requiring vote. *Ex-Officio* Representatives do not possess voting privileges.

C. Majority Vote. Except as otherwise provided by these Bylaws, any action required or permitted by the Board shall be by affirmative vote of a majority of the Quorum of Board members in attendance, and by Proxy Vote if approved by the Executive Committee.

D. Proxy Voting. Vote by proxy shall be permitted only upon approval of the Executive Committee.

E. Emergency Voting. In the event of an emergency any Board vote may be taken electronically.

ARTICLE VIII
DIRECTORS OF THE BOARD

SECTION 8.01 DIRECTORS

A. Directors. Directors shall be Association Members and elected for one three-year term. Directors may be re-elected for a second consecutive three-year term.

B. Graduating Class Directors. Graduating Class Directors shall be Association Members and elected for a one-year term and may serve for up to three consecutive terms (totaling 3 years).

C. Representatives. Representatives shall be Association Members and elected for a

one-year term. Representatives may serve up to three consecutive terms.

D. *Ex officio* Representatives. Shall be advisory members and elected for a one-year term. *Ex officio* Representatives may serve up to three consecutive terms.

SECTION 8.02 DIRECTOR CRITERIA

The Board shall strive to be representative of the Association it serves. In furtherance of this effort, the Board shall strive to nominate Association members for appointment to the Board that are diverse in areas including, but not limited to: race, color, ethnicity, national origin, national ancestry, gender, gender identity and expression, sexual orientation, geographic location, collegiate experiences and activities, graduation year, skills and expertise, and volunteer involvement.

SECTION 8.03 NOMINATION AND ELECTION OF DIRECTORS

The Board Development Committee shall present candidates for election to the Board at its spring meeting.

A. Directors.

1) Candidate Eligibility. Candidates shall be Alumni Members of the Association.
2) Nomination Process. Candidate nominations shall be submitted to the Alumni Director by Association members, University leadership, faculty, and staff.
3) Review of Nominations. The Alumni Director shall compile and distribute to each Board Development Committee member the names and biographical data of the candidates for appointment to the Board.
4) Approval. By Majority Vote of the Quorum of the Board Development Committee in attendance of such meeting where voted on, shall recommend candidates to the Board for election to the next term of the Board at its spring meeting. Recommended individuals must receive a Majority Vote of the Quorum of the Board in attendance at the spring meeting to be elected to the Board.
5) Board Appointment. Each newly elected Director shall be notified by the Alumni Director of their term to commence at the start of the fiscal year.

B. Representatives.

1) Candidate Eligibility. Representatives shall be Alumni Members of the Association who are appointed for election to serve on behalf of Affinity Organizations.
2) Nomination Process. Affinity Organizations shall notify the Alumni Director prior to the Board's spring meeting of the organization's nominated representative for election to serve on the Board.
3) Review of Nominations. The Alumni Director shall compile and distribute to each Board Development Committee member the names and biographical data of the candidates for election to the Board.
4) Approval. By Majority Vote of the Quorum of the Board Development Committee in attendance of such meeting where voted on the Board Development Committee shall recommend candidates to the Board for election to the next term of the Board at its spring meeting. Recommended individuals must receive a Majority Vote of the Quorum of the Board present at the spring meeting to be elected.
5) Board Appointment. Each elected Representative shall be notified by the Alumni Director of their term to commence at the start of the fiscal year.

B. *Ex officio* Representatives.
   1) Candidate Eligibility. *Ex officio* Representatives shall be appointed to serve in an advisory capacity to the Board.
   2) Nomination Process. The Board Development Committee in coordination with the Alumni Director shall identify individuals to serve in an advisory capacity prior to the Board's spring meeting to serve on the Board.
   3) Review of Nominations. The Alumni Director shall compile and distribute to each Board Development Committee member the names and biographical data of the candidates for appointment to the Board.
   4) Approval. By Majority Vote of a Quorum of the members of the Board Development Committee in attendance of such meeting where voted upon, the Board Development Committee shall recommend appointees to the Board for approval to the next term of the Board at its spring meeting. Recommended individuals must receive a Majority Vote of the Board at the spring meeting to be elected.
   5) Board Appointment. Each elected *Ex officio* Representative shall be notified by the Alumni Director of their term to commence at the start of the fiscal year.

SECTION 8.04 TERMS

A. Director Terms.
   1) Full Terms.
      a) A full term is one three-year term and shall begin on the first day of the fiscal year.
      b) Except as otherwise provided, Directors shall be elected to a full three-year term and may be re-elected for a second consecutive three-year term.
      c) Directors who have served two consecutive full terms may again be elected to a full term on the Board after a one-year period away from the Board.
      d) The limit to two consecutive full terms in no way limits the total number of full terms a Director may ultimately serve.
      e) Except as otherwise provided, the limit to two full terms does not prevent a Director from being elected to an unexpired term prior to a full term, or after the full term.
   2) Unexpired Terms.
      a) An unexpired term is for a period less than three years and is the remainder of a full term that was vacated by the Director elected to it.
      b) Directors may be elected to complete unexpired terms, as provided in Section 8.03 of these Bylaws.
      c) Directors who have been elected to complete an unexpired term may be elected to a consecutive full term of the Board.
      d) A Director may be elected to an unexpired term and never serve a full term.

B. Graduating Class Director Term
   1) Full Term
      a. Graduating Class Directors will serve a one-year term and may serve for up to three consecutive terms (totaling 3 years)and shall begin on the first day of the fiscal year. The length of the term is three years, with annual reevaluation of commitment.

C. Representative/ *Ex officio* Representatives Terms.
   1) Full Terms.
      a) A full term is a one-year term and shall begin on the first day of the fiscal year.
      b) Except as otherwise provided, Representatives shall be elected to a full one-year term and may be re-elected for an additional two (2) consecutive one-year terms.
      c) Representatives who have served three consecutive terms may be elected to an unexpired or a full term on the Board.
   2) Unexpired Terms.
      a) An unexpired term is the remainder of a full term that was vacated by the Representative elected to it.
      b) Representatives may be elected to complete unexpired terms, as provided in Section 8.03 of these Bylaws.
      c) Representatives who have been elected to complete an unexpired term may be elected to a consecutive full term.
      d) A Representative may be elected to an unexpired term and never serve a full term.

SECTION 8.05 RESPONSIBILITIES AND CONDUCT

A. Board Meeting Attendance. Directors and Representatives shall be expected to attend all regular meetings of the Board, as scheduled in the fall and spring of each academic year.
B. Financial Support. Directors and Representatives shall be expected to make an annual participation gift to the Ohio Wesleyan Fund.
C. Committee Participation. Directors and Representatives shall serve on at least one Standing Committee and any other committee as requested by the Executive Committee.
D. Participation. Directors and Representatives shall use their best efforts to actively participate in and positively promote and represent the University's, the Association's and the Board's initiatives
E. Confidentiality. Directors and Representatives may have access to documents, dates, or other information, all of which should be considered confidential and privileged from disclosure, whether it is specifically labeled or identified as confidential.
F. Conflict of Interest. Each member of the Board is responsible for disclosing instances where their involvement in an alumni or University activity may provide or appear to provide an opportunity for personal conflict. In this instance, such members should not be present at the portion of the Board or committee meeting where a discussion or vote on such matters occurs. However, the member may provide, at the Board's or committee's request, pertinent factual information in order to assist the Board or committee.
G. Conduct: Directors and Representatives shall conduct themselves with professionalism, integrity, and respect in all alumni association activities and communications, upholding the reputation and values of the institution at all times.
H. Sections A-G are subject to the Alumni Board Attendance and Participation guidelines as herein incorporated by reference.

SECTION 8.06 VACANCIES

A. In the event of a vacancy in the position of a Director, Representative and/or, *ex officio* Representative, a replacement may be elected by the Board to serve out the remainder of that unexpired term.
B. Except as otherwise provided, a vacancy shall be filled in the same manner provided in Section 8.03 of these Bylaws.

SECTION 8.07 RESIGNATION OR REMOVAL Director, Representative and/or, Ex officio Representative

A. Resignation. At any time, a Director, Representative and/or, Ex officio Representative may resign by tendering their resignation to the Executive Committee. Except as otherwise provided, resignation will also constitute resignation as a member of any committee of the Board.
B. Written Warning. The Executive Committee may issue a written reminder of Board attendance requirements to a Director who does not comply with the board attendance guidelines
C. Director, Representative and/or, Ex officio Representative Removal.
    1) The Executive Committee is empowered to request the resignation of any Director, Representative and/or, ex officio Representative who has displayed conduct that does not represent the interests of the Association.
    2) A Director, Representative and/or, ex officio Representative may be removed at any time by the affirmative vote of two-thirds of the Board. Any voting member of the Board may bring such a motion before the Board. Removal as a Director, Representative and/or, ex officio Representative will also constitute removal as a member of any committee of the Board. When a vote to remove a Director, Representative and/or, ex officio Representative is on the agenda, the Director, Representative and/or, ex officio Representative in question may not vote on the matter. The Director, Representative and/or, ex officio Representative shall be allowed to participate in the meeting or present a written position statement.

ARTICLE IX
OFFICERS

SECTION 9.01 OFFICERS
The officers of the Board shall include a President, Vice President, and Secretary. These offices shall constitute the Executive Committee.

SECTION 9.02 OFFICER ROLES AND RESPONSIBILITIES
The officers shall provide leadership, support, and guidance to the Association and the Board. The roles and responsibilities of the officers shall be those commonly pertaining to their offices and as provided herein.

A. President. The President shall:
    1) Serve as President of the Association and the Board;
    2) Preside at all meetings and special meetings of the Association and the Board;
    3) Serve as an *ex officio* member of all standing Committees; and,
    4) Chair the Board Development Committee.

B. Vice President. The Vice President shall:
   1) Serve as the Vice President and President Elect of the Association and the Board;
   2) Preside in the absence of the President;
   3) Serve as an *ex officio* member of all standing committees; and,
   4) Chair the Governance Committee.
C. Secretary: The Secretary shall:
   1) Serve as the staff liaison between the Association, the Board and the University;
   2) Conduct the daily business of the Board and the Association;
   3) Send notices to Board members of times and locations of all meetings;
   4) Maintain and keep custody of meeting minutes, records, and documents of the Board and the Association; and,
   5) Serve as an *ex officio* member of all standing Committees.

SECTION 9.03 PRESIDENT ASSUMPTION OF ROLE
The Vice President shall commence their term at the conclusion of the current Board President's term, except as stated herein, and at the start of the fiscal year. In the event the Vice President is unable to assume this role, a special election of the Board shall be conducted following the same guidelines outlined in section 9.04.

SECTION 9.04 VICE PRESIDENT NOMINATION AND ELECTION
Every three years following the fall meeting, the Board Development Committee shall conduct the nomination process of the Vice President of the Association and Board.

A. Candidate Eligibility. Nominees, must, at time of nomination, be current Association Members and Board Directors, and have completed at least one year on the Board.
B. Nomination Process. Following the fall meeting, the Chair of the Board Development Committee shall request nominations, to be sent to the secretary, for the Vice President of the Association and Board from current Directors.
C. Review of Nominations.
   a. The Chair of the Board Development Committee shall contact each candidate to discuss the roles and responsibilities of the office.
   b. Each nominated candidate shall be given the opportunity to provide a brief written and/or oral statement as to why they would like to serve in this role and share their qualifications.
D. Consideration: At least 30 days prior to the Spring meeting, the Chair of the Board Development Committee shall hold a Board Development Committee meeting to review the nominations. The Board Development Committee will select a candidate for Board approval based on Majority Vote. Proceedings of the Committee shall be kept confidential.

E. Approval. The Board Development Committee shall recommend a candidate for Vice President to the full Board at its spring meeting. Nominations may also be taken from the floor. Officers shall be elected by a Majority Vote of the Board. In the event the candidate for Vice President does not receive a majority vote, the Board Development Committee will reconvene to reconsider the candidate and bring forth additional candidates for consideration, and the Nomination and Election process shall be repeated until a Majority Vote has approved.

SECTION 9.05 OFFICER TERMS

A. President.
    1) The President shall serve a three-year term and shall not serve successive terms, except as otherwise provided.
    2) The three-year term shall begin on the first day of the fiscal year.
B. Vice President.
    1) The Vice President shall serve a three-year term and shall not serve successive terms, except as otherwise provided.
    2) The three-year term shall begin on the first day of the fiscal year.
C. Secretary. The Alumni Director's term as Secretary of the Board shall run concurrent with their employment.

SECTION 9.06 OFFICER VACANCIES

A. President.
    1) In the vacancy of the office of President, the Vice President will replace the President and will serve for that portion of the vacating President's term that ends at the end of the current fiscal year. At the beginning of the fiscal year following said vacancy, the sitting President will begin to serve a three-year term.
    2) The Secretary will convene the Board Development Committee and nominate a candidate for Vice President, to be presented to and elected by the Board, by the method and procedure specified in Section 9.04 of these Bylaws.
B. Vice President.
    1) In the event of a vacancy in the office of Vice President, the Secretary will convene the Board Development Committee and nominate a candidate for Vice President, to be presented to and elected by the Board, by the method and procedure specified in Section 9.04 of these Bylaws.
    2) Except as otherwise provided, once elected by the Board for the position of Vice President, the individual will first serve a term as Vice President and then a second term as President, as provided herein.
C. Secretary. Should the position of Director of Alumni Engagement be vacant, the Vice President of University Advancement shall appoint an individual to serve the Board in the same manner until the vacancy is filled.

SECTION 9.07 RESIGNATION OR REMOVAL OF AN OFFICER

A. Resignation. At any time, an officer may resign by tendering resignation to the Executive Committee. Except as otherwise provided, resignation as an officer will also constitute resignation as a director.
B. Written Warning. The Executive Committee will warn an officer in writing of failure to meet obligations as an officer and a director and/or their conduct does not represent the interests of the Association. The Executive Committee is empowered to request the resignation of any officers who are failing in their responsibilities as an officer or a director.
C. Officer Removal.
    1) An officer may be removed from the Board at any time by the affirmative vote of two-thirds of the Board. Any voting member of the Board may bring such a motion

before the Board. Removal as an officer of the Board will also constitute removal as a director.

2) When a vote to remove an officer is on the agenda, the officer in question may not vote on the matter. The officer will be allowed to participate in the meeting or may present a written position statement.

ARTICLE X
COMMITTEES

SECTION 10.01 COMMITTEES

The Board shall establish committees as it deems necessary to carry out the work of the Board and the Association.

A. Standing Committees. The Standing Committees of the Board shall be the Executive Committee, Governance Committee, Board Development Committee, Advancement Committee, Alumni Recognition Committee, Alumni Engagement Committee, and Student/Alumni Engagement Committee.

B. *Ad hoc* Committees. *Ad hoc* committees may be appointed by the Executive Committee with the Board's approval.

SECTION 10.02 COMMITTEE MEMBERS

Directors and Representatives to serve on standing committees shall be annually appointed by the Executive Committee prior to the fall meeting. Officers may take into the advice of the Committee Chair and personal preference of Directors.

A. Committee Members. Each committee shall include no less than three (3) Directors.

B. Committee Member Terms. Except as otherwise provided herein, the term of each standing committee and *ad hoc* committee member will be one year. There is no limit on the number of terms, consecutive or otherwise, that a committee member may serve.

C. Committee Member Vacancies. A vacancy in the membership of any committee may be filled by an appointment made in the same manner as the original appointment.

D. Committee Member Resignation or Removal. A member of any committee of the Board may resign at any time by tendering resignation in writing to the Executive Committee. The Executive Committee may, at any time, remove any member from a committee.

E. *Ex officio* Members. The Executive Committee may appoint any non-voting advisory members to committees as needed.

SECTION 10.03 COMMITTEE CHAIRS

A. Committee Chair Appointment. Chairs of standing committees shall be appointed by the Executive Committee.

B. Committee Chair Terms. Chairs of standing committees shall be appointed to serve a two-year term.

C. Committee Chair Meeting Absence. If a chair of a committee is not present at a scheduled meeting of that committee where appropriate notice has been given as provided in these Bylaws, where the absence is:

1) Anticipated, the chairperson will, in a timely manner, designate another committee member to act as chair for that meeting who will conduct and report upon the meeting as the chairperson of the committee.
2) Unanticipated, the committee members present will select amongst themselves a chair for that meeting who will conduct and report upon the meeting as the chairperson of the committee.

D. Committee Chair Vacancies. A vacancy in the chair of any committee shall be filled by the same manner as the original appointment.
E. Committee Chair Resignation or Removal. The chair of any committee of the Board may resign at any time by tendering resignation in writing to the Executive Committee. The Executive Committee may, at any time, remove any chair from a committee.

SECTION 10.04 EXECUTIVE COMMITTEE

The Executive Committee shall include the President, Vice President, and Secretary. The Executive Committee shall:

A. Meet in a "retreat" setting each summer to enhance the effectiveness of the Board's operation;
B. Set annual goals for the Board in coordination with the University Advancement Office that advance the initiatives identified as being a priority of the Association and the University;
C. Act on behalf of the Board between meetings of the Association and Board; and,
D. Appoint Directors to serve as standing and ad-hoc committee chairs.

SECTION 10.05 GOVERNANCE COMMITTEE

The Governance Committee shall be chaired by the Vice President and composed of the Board President, Secretary and the Chairpersons of Standing Committees. TheVice President may ask Chairs of *Ad hoc* committees to serve *ex officio*, without vote. The purpose of the Governance Committee is to oversee the operations of the Board in meeting the mission, goals, and objectives of the Association. This Committee shall:

A. Identify opportunities to strengthen and evolve the Board's effectiveness, capacity, composition and ability to lead the organization into the future;
B. Evaluate the effectiveness of the body, its committees, and individual Directors by overseeing the Board assessment process for current Board Directors and outgoing Board Directors, and make recommendations to the Board as required;
C. Implement annual goals and initiatives identified as being a priority or priorities of the University, Alumni Association and Executive Committee; and,
D. Regularly review the Ohio Wesleyan Alumni Association Mission and Bylaws.

SECTION 10.06 BOARD DEVELOPMENT COMMITTEE

The Board Development Committee shall be chaired by the President and composed of the Vice President, Secretary and members appointed by the Executive Committee. The purpose of the Board Development Committee shall be to oversee the identification, recruitment, orientation, training, and retention of Board members for the Association. This Committee shall:

A. Review the composition, characteristics, size and structure of the Board, and ensure the Board reflects the demographics of the community served and provides the particular talents needed to accomplish its mission and goals;

B. Oversee the identification, recruitment, and selection process for Association Members for:
    1) Election to the Trustees as "Alumni Association Trustees" as directed in the University Code of Regulations;
    2) Directors to serve as Officers of the Association and Board;
    3) Alumni Members of the Association for appointment to the Board;
    4) Representatives for appointment to the Board; and,
    5) *Ex officio* Representatives for appointment to the Board.
C. Conduct the orientation of newly elected Directors, Representatives, and *ex officio* Representatives, prior to their first Board meeting;
D. Ensure all Directors and Representatives are working to meet their individual roles and responsibilities in advancing the Alumni Association's priorities; and,
E. Foster initiatives aimed at enhancing the leadership, development, and engagement of past, current, and future Alumni Board Directors in their involvement with the Alumni Association and the University.

SECTION 10.07 ADVANCEMENT COMMITTEE

The purpose of the Advancement Committee shall be to collaborate with UniversityAdvancement Office to promote philanthropic giving to the University. Activities may include the following:

A. Encouraging alumni and volunteers to give to the Ohio Wesleyan fund.
B. Fostering relationships and showing appreciation to current donors;
C. Identifying and cultivating relationships with potential donors; and,
D. Proving outreach and support to annual giving volunteers.

SECTION 10.08 ALUMNI ENGAGEMENT COMMITTEE

The purpose of the Alumni Engagement Committee shall be to support the Alumni Engagement Office, affinity organizations, and volunteers. Activities may include the following:

A. Assist in the development, implementation, and review of alumni programming;
B. Promote opportunities for alumni engagement regionally, virtually, and/or on campus;
C. Support the recruitment, training, and development of volunteers and assistance to volunteers and affinity organizations; and,
D. Serve as a liaison between the Board and affinity organizations.

SECTION 10.09 ALUMNI RECOGNITION COMMITTEE

The purpose of the Alumni Recognition Committee shall be to identify, nominate, research, and select honorees for the Distinguished Achievement Citation ("DAC"), Alumni Award, Young Alumni Award, and Honorary Alumni status, and to assist the Advancement Office in publicizing and bestowing the awards.

SECTION 10.10 STUDENT/YOUNG ALUMNI ENGAGEMENT COMMITTEE

The purpose of the Student/Young Alumni Engagement Committee shall be to enhance the student experience and cultivate future alumni leadership. Activities may include the following:

- Serve as a connection between alumni and student community

- Assist in the development and implementation of programs to introduce current students to the alumni community and support efforts that provide student mentorship and career development.
- Support programs and initiatives that aim to increase the engagement and connection of young alumni with each other and Ohio Wesleyan
- Conduct the nomination process of appointing a graduating class director for appointment to the next fiscal year of the Board.

SECTION 10.11 COMMITTEE MEETINGS

A. Meetings. Each committee shall meet at the call of the Committee Chair or a member of the Executive Committee. It is suggested that committees meet a minimum of twice/year outside of regular meetings.
B. Notice of Meetings. Appropriate notice shall be provided to each Director or convening committee. Appropriate notice is defined as a timely communication, which provides the Director sufficient time to make arrangements and inquiries regarding the matters to be discussed, or otherwise reasonably prepare to be able to attend and fully participate in the meeting.
C. Quorum. The members of a committee in attendance at any meeting shall constitute a quorum.
D. Majority Vote. A Majority Vote shall be necessary for the passage of any action.
E. Advisory Nature of Committee Action. Any action recommended by any Committee, will be reviewed by the Executive Committee and may require a vote of the Board before it takes effect.

ARTICLE XI
PARLIAMENTARY AUTHORITY

The latest edition of *Robert's Rules of Order, Newly Revised*, shall govern all proceedings of the Association and the Board which are not covered in these Bylaws and are not inconsistent with the University's Code of Regulations.

ARTICLE XII
AMENDMENTS

Amendments to these Bylaws may be made at any meeting of the Board provided each member shall have received written notice of the amendment at least thirty (30) days prior to voting. A Majority Vote shall be required for passage.