

**BYLAWS OF THE
KENYON COLLEGE ALUMNI COUNCIL**

ARTICLE I. PURPOSE

The Kenyon College Alumni Council is created to exercise and fulfill the responsibilities of the governing body of the Kenyon Alumni Association, as described and set forth in the Kenyon Alumni Association Constitution:

To serve, cultivate, encourage and maintain the interest, loyalty and support of the alumni and alumnae of Kenyon College;

To promote and support the College; and,

To provide a formal means by which the alumni and alumnae may participate in the affairs of the College.

To function as the critical liaison among the College's key constituencies of present students, alumni/ae, faculty and administration for these purposes.

In furtherance of and compliance with this purpose, the Kenyon College Alumni Council hereby adopts these bylaws.

ARTICLE II. DEFINITIONS

As used in these bylaws, "**College**" refers to Kenyon College; "**Association**" refers to the Kenyon Alumni Association; "**Council**" refers to the Kenyon College Alumni Council; and "**Constitution**" refers to the Kenyon Alumni Association Constitution.

ARTICLE III. MEMBERSHIP AND PARTICIPATION

Section 1. Members

(A) The members of Council shall be appointed by Council in accordance with the Constitution and these Bylaws.

(B) Council shall determine the number of seats to be filled by appointments each year; except that: Council shall consist of not fewer than nine (9) and not more than twenty-one (21) members of the Association; and, consistent with the Constitution, Council members may include a representative from each of the two recently-graduated classes and a representative from a regional steering committee/regional association who shall be selected by Council in its sole discretion.

Section 2. Responsibilities

- (A) Members are expected to attend all regular and special Council meetings.
- (B) Members are expected to serve as liaisons with regional association leadership, providing reports and feedback between the regional association and Council. Whenever possible, Council members should attend regional functions and steering committee meetings.
- (C) Members are expected to set an appropriate example by contributing annually to the Kenyon Fund.
- (D) The co-presidents are encouraged to attend any meetings of the College Board of Trustees for which an invitation to one or both of the co-presidents has been extended.
- (E) Each voting member is expected to serve on at least one Council committee.

Section 3. Removal

- (A) If a Council member fails to attend at least two of the regular meetings during one Council year, the Council may, in its sole discretion and by affirmative majority vote, declare the member's seat vacant.
- (B) Any Council member may be removed, with cause, at any time by the affirmative vote of a majority of the Council members.

ARTICLE IV. GOVERNANCE AND PROCEDURES

Section 1. Officers

(A) The officers of the Council shall consist of: two co-presidents (one designated as senior co-president and one designated as junior co-president), a vice-president, and a secretary, all of whom shall be elected (except the Secretary, who shall be appointed with approval of Council pursuant to Section 3, Part D of the Constitution) and serve pursuant to the Constitution. The senior co-president, or in the senior co-president's absence, the junior co-president, or in the junior co-president's absence, the vice president, shall preside at all meetings of the Council. In the temporary absence of the co-presidents and the vice president, the Council shall elect a president *pro tempore* to preside at that meeting only.

(B) The secretary shall be appointed and serve pursuant to the Constitution. The secretary is responsible for ensuring that full and complete minutes are kept of all actions of the

Council and its committees. The secretary may delegate this responsibility.

Section 2. Executive Committee

(A) There shall be an Executive Committee comprised of the co-presidents, vice president, immediate past president, the secretary, and others as deemed necessary by the Council president with the approval of the Executive Committee.

(B) A majority of the members of the Executive Committee shall constitute a quorum.

(C) The Executive Committee shall convene prior to each Council meeting and at any other time as called by the president.

(D) Prior to the first regular meeting of the Council each year, the Executive Committee shall determine the Council committees, establish the purpose and goals for each, and notify each Council member.

Section 3. Council Committees and Chairs

(A) Each voting member will be assigned by the co-presidents with approval of the Executive Committee to serve on at least one Council committee.

(B) One of the co-presidents (as determined by agreement of the co-presidents) shall be an advisory member of each committee.

(C) Each committee may have an employee of the College assigned by the Executive Committee to serve as a staff liaison in an *ex officio* capacity.

(D) Committee chairs shall be appointed by the co-presidents with approval of the Executive Committee.

(E) Committee chairs are responsible for presiding at committee meetings, implementing the purpose and goals of the committee, and maintaining close communication with committee members and staff liaisons, if applicable. If the chair is absent from a committee meeting, the president shall appoint a chair *pro tempore* to preside at that meeting only.

ARTICLE V. MEETINGS

Section 1. Regular Meetings

(A) There will be at least three regular meetings of the Council during each Council year, including the annual meeting.

(B) The Council co- presidents are responsible for developing meeting agendas.

(C) Alumni Trustees are invited to attend all Council meetings.

(D) Any voting member may request that a meeting be closed to the public or to non-voting members for discussion of any specific issue or issues. The meeting shall be closed upon affirmative vote of a majority of the voting members present, but shall remain closed for discussion only of the issue or issues specified in the motion to close the meeting.

Section 2. Special Meetings. Special meetings of the Council may be called in accordance with the Constitution.

ARTICLE VI. NOMINATIONS AND APPOINTMENTS

Section 1. Officers

A slate of candidates for vice president for the following year shall be presented by the Executive Committee at the regular spring meeting. For 2024 only, a slate of candidates for junior co-president shall also be presented by the Executive Committee at the regular spring meeting. (B) Nominations from the floor will be accepted.

(C) All voting of the Council for officers as contemplated above shall be by closed ballot.

Section 2. Council Members and Alumni Trustees

(A) At the regular fall Council meeting, Council shall make recommendations as to the number of voting member seats to be filled by appointment and Council's membership needs, for terms beginning at the close of the next annual meeting.

(B) Council shall seek nominations from the Association for voting Council member and Alumni Trustee positions.

(C) Nominations for voting Council members received on or before the relevant deadline shall be considered by the Executive Committee to develop a slate of candidates presented to Council prior to the next regular spring Council meeting, while nominations for Alumni Trustees received on or before the relevant deadline shall be considered by the Executive Committee to develop a slate of candidates presented to Council prior to the next regular fall Council meeting.

(D) At the next regular spring Council meeting, the Executive Committee shall present a slate of candidates for voting Council member positions. Council shall, by one or more secret

ballot votes, select from the slate of candidates a list of appointee designees, and one or more alternates for each, for the voting members' seats to be filled. At the next regular fall Council meeting, the Executive Committee shall present a slate of candidates for Alumni Trustee positions. Council shall, by one or more secret ballot votes, select from the slate of candidates a list of no less than two recommended candidates for each alumni trustee position to be filled. The recommended alumni trustee candidates shall then be referred to the Board of Trustees for final decision.

(F) The Executive Committee has the sole responsibility for the final slate of candidates pursuant to this Article VI and in accordance with Article VII.

ARTICLE VII. ELECTIONS

Section 1. Officers By a majority vote of the Council, the vice president is elected at the spring meeting of the Council pursuant to Article VI.

ARTICLE VIII. AMENDMENT

These bylaws may be amended at any regular or special meeting of the Council by an affirmative vote of a majority of those present and voting. Such amendments shall take effect immediately.

Revised 6/12/02, 2/07 (VI.2 (E))

Revised 2/26/10 (Article 1)

Revised 9/9/14 (Articles III, V, VI, VII)

Revised 5/22/15 (Article VI)

Revised 2/22/20s (Articles III, VI, VII)

Revised 5/24/24 (Articles IV-VII)