

**CONSTITUTION**  
**WAKE FOREST UNIVERSITY ALUMNI ASSOCIATION**  
Adopted February 2, 1985

**ARTICLE I NAME**

The name of this organization is the Wake Forest University Alumni Association and the name of its leadership body is the Wake Forest University Alumni Council.

**ARTICLE II PURPOSE**

The purpose of the Association is to develop from alumni – and alumni-related constituencies – the moral, financial and volunteer support necessary to enable Wake Forest University to achieve its greater mission. Association members are expected to stay engaged with the University. Council members are expected to recommend, plan and implement opportunities for the Association members to actively engage the University. The Association exists as an integral part of Wake Forest University in order to serve as a leadership and support organization for the University. It maintains no identity or incorporation apart from the University and is entitled to all rights and privileges granted to other components of the University.

**ARTICLE III MEMBERSHIP**

The following persons are entitled to membership in the Association: (i) all graduates of the University, (ii) all other former students who leave in good standing and who have enrolled in no fewer than 24 academic credits, and (iii) other individuals who have given distinctive service to the University and who are elected as honorary members by the majority vote of the Alumni Council.

**ARTICLE IV MEETINGS**

Special meetings of the Association shall be held at any other time and place, designated by or upon the call of the Alumni Council.

**ARTICLE V OFFICERS AND THE ALUMNI COUNCIL**

A. Officers. The officers of the Association shall be the President, President Elect, immediate Past President, the chairs of any committees of the Alumni Council that may be appointed by the President, and an individual employed by the University and designated as the primary liaison between the University and its alumni (the “Alumni Director”). The officers shall be appointed for the terms, and shall have the duties, described in the Bylaws. These officers comprise the Executive Committee of the Association. The President shall also be President of the Alumni Council.

B. Alumni Council. The Alumni Council shall consist of the officers and no fewer than 48 and no more than 84 members of the Alumni Association. No more than 30 members of the Alumni Council shall be appointed each year and shall serve for terms. The members of the Alumni Council shall be appointed for the terms, and shall have the duties, described in the Bylaws. Members of the Alumni Council shall represent as closely as possible the demographic distribution of alumni of the University.

**ARTICLE VI BUSINESS**

All business of the Association shall be managed and transacted by the Alumni Director and the Alumni Council. Meetings of the Alumni Council shall be held at such times and places as provided in the Bylaws. Other University organizations may, with the approval of the President,

send a representative to participate in any meetings of the Alumni Council.

The Alumni Council shall formulate the policies of the Alumni Association, and shall undertake and promote such projects of the Association as may seem advisable.

All money received by the Association from any source shall be delivered to the Vice President and Treasurer of Wake Forest University and used only for such purposes as may be approved by the administration and Trustees of the University.

## **ARTICLE VII AMENDMENTS**

This constitution may be amended by a two-thirds majority vote of the Alumni Council members present at any regular or special meeting.

## **WAKE FOREST UNIVERSITY ALUMNI ASSOCIATION**

### **ARTICLE I ALUMNI COUNCIL**

1.1 **Role.** The Alumni Council serves as the leadership body for the Wake Forest University Alumni Association. Members of the Alumni Council are expected to attend meetings of the Alumni Council in order to participate in deliberations and provide candid and thoughtful advice regarding matters affecting the Association and the University. Members of the Alumni Council are also expected to support the University's philanthropic efforts and to serve as an ambassador for the Association and the University in their local communities.

1.2 **Appointment of Members.** The Alumni Director shall solicit nominations to the Alumni Council from the entire Association. Members of the Alumni Council shall be appointed by the Executive Committee as provided in the Constitution of the Association.

1.3 **Term.** Each member of the Alumni Council shall serve for a term of four years beginning at the fall meeting following his or her appointment and shall serve until immediately prior to the fall meeting occurring four years later, except that members serving as officers or in ad hoc leadership roles shall remain on the Alumni Council until the completion of the term of the leadership role. A member of the Alumni Council may not serve more than one term consecutively, but is eligible for reappointment if at least one year has lapsed since the expiration of the most recent term served.

1.4 **Meetings.** Meetings of the Alumni Council shall be held at such times and places as may be determined by the President of the Association and the individual employed by the University and designated as the primary liaison between the University and its alumni (the "Alumni Director"). Notice of meetings of the Alumni Council must be given to the members in writing at least four weeks prior to the meetings. Generally two regular meetings shall be held each year: in the fall and in the winter/spring. A summer meeting may also be held. If any person misses three consecutive regular meetings of the Alumni Council, the President may dismiss the member.

1.5 **Compensation.** Members of the Alumni Council shall not be entitled to receive compensation from the University for their service.

### **ARTICLE II OFFICERS**

2.1 **Officer Positions.** The officers of the Association shall be the President, President Elect, immediate Past President, the chairs of any committees of the Alumni Council that may be appointed by the President, and the Alumni Director. These officers comprise the Executive Committee of the Association. The President shall also be President of the Alumni Council.

2.2 **Selection of Officers.** At the expiration of the term of the President, President Elect, or any committee chairperson, the vacancy shall be filled by appointment by the Executive Committee.

2.3 **Term.** The President, the President-Elect and chairs of Alumni Council committees shall serve a term of two years. The immediate Past-President shall serve for one year.

2.4 **Vacancies.** Should the President position become vacant during the two-year term, the President-Elect shall serve the remainder of that term as President. Should the President-Elect position become vacant, the Executive Committee shall appoint a replacement who shall serve the remainder of that term as President-Elect.

2.5 **Duties of President.** The President shall preside at all meetings of the Alumni Council and shall be responsible for the execution of such orders and resolutions as may be voted by the Alumni Council and by the Association. The President shall also represent the Alumni Association on official boards and in other capacities, shall appoint committees as needed, and shall perform all other such duties as are usually performed by a chairman or President.

2.6 **Absence of President.** The President-Elect shall serve as President of the Alumni Council in case of the absence or inability of the President to perform the duties of this capacity. In the case of the absence of both the President and the President-Elect, the Past-President of the Alumni Council shall serve as President followed by another member of the Executive Committee.

2.7 **Meeting Records.** The Alumni Director or assistants shall act as secretary of the Alumni Council and the Association. The Alumni Director shall keep a record of all meeting and proceedings.

### ARTICLE III COMMITTEES

3.1 **Executive Committee.** There shall be an Executive Committee consisting of the President, the Past-President, the President-Elect, the chairs of any committees of the Alumni Council that may be appointed by the President, the Alumni Director, and ad hoc members who may be appointed by the President as needed.

3.2 **Executive Committee Role.** The Executive Committee shall be responsible for the appointment of members and officers of the Alumni Council and the selection of winners of any awards sponsored by the Association or the Alumni Council, including the Distinguished Alumni Awards. The Executive Committee may consult on matters involving the exercise of discretion, the interpretation of policies, and the planning of Alumni Council meetings and programs. The committee shall, during the intervals between meetings of the Alumni Council, have power to act on behalf of the Alumni Council.

3.3 **Other Committees.** The President may designate additional committees from time to time to support the mission of the Association and carry out the work of the Alumni Council. The Executive Committee shall appoint the chairmen of any ad hoc committees.

3.4 **Committee Meetings and Reports.** Committees shall generally meet during the fall and winter/spring Alumni Council meetings and report the results of their deliberations to the full Alumni Council. Committees may also meet in person or by electronic communication during the intervals between meetings of the Alumni Council, as determined by the committee chair.

### ARTICLE IV TRANSACTING BUSINESS

4.1 **Quorum.** One-fourth of the members shall constitute a quorum for the transaction of any and all business coming before the Alumni Council. A simple majority of the members of the Executive Committee or any other committee shall constitute a quorum of that committee.

4.2 **Year.** The official year of the Alumni Association shall correspond with the academic calendar year of the University.

4.02 **Amendments.** These Bylaws may be amended by majority vote of the Alumni Council members present at any regular or special meeting.