

## CONSTITUTION

### THE OHIO STATE UNIVERSITY

### HONORS & SCHOLARS ALUMNI SOCIETY

#### Article I - Name

The name of this organization is The Ohio State University Honors & Scholars Alumni Society, hereafter referred to as the Society.

#### Article II - Object

This Society is formed to promote the advancement of the best interests of The Ohio State University Honors & Scholars Program by providing fellowship and the furtherance of professional relationships among the alumni, students, faculty, staff, and friends of the Society. This Society will aim to offer internship and mentorship opportunities to current class members of the Honors & Scholars Program, provide networking, educational experiences, and collaboration for Active Members, as well as give back to the OSU community in other ways. It shall be an integral part of The Ohio State University Alumni Association, Inc., (hereafter referred to as the Association), the official alumni organization of The Ohio State University (hereafter referred to as the University). The Society will also promote and support the mission of the Association.

#### Article III - Membership

Section 1: All persons who hold degrees awarded by the University including associate, bachelor, graduate, professional, and honorary degrees, or are medical resident graduates from The Ohio State University who were a student in The Ohio State University Honors & Scholars Program, for a minimum of one year, are eligible for membership in the Society and may hold office and vote on matters of the Society.

Section 2: Such non-alumni, who by their interest and activity, have distinguished themselves by their work for the Society, may be entitled to honorary membership by special action of the Board of Governors of the Society. Honorary members may not hold office, but are eligible to vote on matters of the Society as determined by the Board of Governors of the Society.

Section 3: Such non-alumni who express an interest in membership in the Society may be

granted associate membership in the Society. Associate members may not hold office, but are eligible to vote on matters of the Society as determined by the Board of Governors of the Society.

Section 4: Membership in good standing is defined as in the bylaws.

#### Article IV – Officers

Section 1: President: The President shall preside at all meetings of the Society, and shall be chairperson of the Board of Governors and an ex officio member of all committees.

Section 2: Vice President: In the absence or disability of the President, or at the request of the President, the Vice President or President-Elect shall perform the duties of the President. If the office of President becomes vacant, the Vice President or President-Elect shall become President for the unexpired term. The Vice President or President-Elect shall serve as the Chair of the Meetings and Programs Committee.

Section 3: Secretary: The Secretary shall have the custody of the names and addresses of alumni and other persons eligible for membership in the area provided by the Association. The Secretary shall record all changes, notifying the Association immediately of any additions or corrections to the list. The Society shall not release the list for political, personal or commercial purposes. Any person violating this policy is subject to expulsion from office by the Board of Directors of the Association. Release of the list shall be made only on approval of the Association, subject to the constitution of the Association. The Secretary shall serve as the Chair of the Membership Committee.

The Secretary shall send out all notices of meetings and shall send reports of all meetings and activities of the Society to the Association. The Secretary shall assist the President of the Society.

Section 4: Treasurer: The Treasurer shall supervise all receipts and expenditures and shall be the ex officio member of the Meetings and Programs Committee in charge of handling financial arrangements for the meetings. If dues are charged, the Treasurer shall collect and disburse them subject to the approval of the Board of Governors. As requested, 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.

## Article V - Board of Governors

Section 1: Board of Governors, all of whom must be Active Members of the Association, shall consist of:

- a. The above-named officers.
- b. The immediate past president.
- c. At least two (2) members at large elected to the board by the membership of the Society as outlined in Article VII.
- d. The President/CEO of the Association, or the President/CEO's designee as an ex officio non-voting member.
- e. The Faculty Advisor or Staff designee for the Society as an ex officio non-voting member.
- f. One (1) or more student representatives selected by the board to serve as ex officio non-voting members.

Section 2: The Board of Governors shall have full power to fill all vacancies.

Section 3: The Governance of the Society and the direction of its activities shall be vested in the Board of Governors.

Section 4: A meeting of the Board of Governors must be called by the President of the Society upon written request of at least three members of the Board of Governors.

Section 5: The Board of Governors shall hold at least two (2) meetings per year and others at the discretion of the President.

## Article VI - Membership Meetings

Section 1: At least one (1) annual member meeting must be held each year. Failure to comply with this provision shall make the Society 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 Governors of the Society, deems desirable.

Section 3: The President of the Society must call a membership meeting upon the written request of twenty (20) percent of the members of the Society. Upon failure of the President to call such a meeting within ten (10) days of such request, the meeting may be called by any other officer or member of the Board of Governors, or by the petitioning members. In such instance, the President/CEO of the Association shall be notified, and the President/CEO shall send due notice of the time, place and purpose of the meeting to all members of the Society.

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

#### Article VII - Elections

Members of the Board of Governors shall be elected each year at the annual meeting and shall hold office until their successors have been qualified and elected. The terms will be staggered. At least ten (10) board members shall be elected in 2014, two (2) for three-year (3) terms, four (4) for two-year (2) terms, and the remainder for one-year (1) terms. Elections will be held at the annual meeting to replace board members whose terms have expired. The Board of Governors of the Society will select the aforementioned officers. Each subsequent year, annual elections of Members of the Board of Governors will consist of two-(2) and three-(3) year terms.

#### Article VIII - Board of Governors Duties

Each Board of Governors member will be responsible for organizing or co-organizing one Society event or program per year.

#### Article IX - Bylaws

The Society is permitted to establish bylaws at any regular board meeting of the Society, a quorum being present, by a two-thirds vote of all board members present, provided that notice of such proposed bylaw(s) shall have been communicated via mail or electronic means to each board member at least ten (10) days before such meeting. No amendment or addition to the bylaws can be made which is not in harmony with the Society constitution or is contrary to the constitution of the Association. A quorum is here defined as 60% or greater.

#### Article X - Adoption

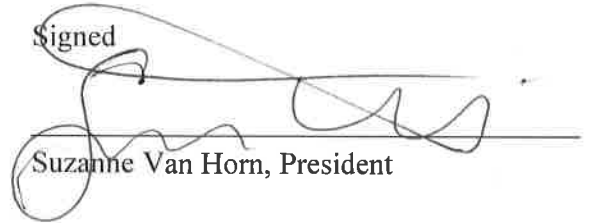
This constitution shall be officially adopted upon its approval by a majority vote of the members of the Society in attendance at any regular or special meeting of the Society. It shall take effect upon the granting of the charter of the Board of Directors of the Association authorizing its

functioning as one of the official alumni constituent societies of The Ohio State University.

Article XI - Amendments

This constitution may be amended by a two-thirds (2/3) majority vote of the total votes cast in a manner decided upon by the Board of Governors of the Society. No amendments shall take effect until duly approved by the Board of Directors of the Association.

Signed

A handwritten signature in black ink, appearing to read 'Suzanne Van Horn', is written over a horizontal line. The signature is cursive and somewhat stylized.

Suzanne Van Horn, President

Revised—April 4, 2016