

**CONSTITUTION OF
THE OHIO STATE UNIVERSITY ALUMNI CLUB OF GREATER CLEVELAND**

Article I – Name

The name of this organization is The Ohio State University Alumni Club of Greater Cleveland, hereinafter referred to as the Club.

Article II – Object

The Club is formed to promote the advancement of the interests of The Ohio State University and The Ohio State University Alumni Association, Inc. (hereafter referred to as the Association), to establish closer fellowship among the alumni, former students, and friends of The Ohio State University.

Article III – Membership

1. Those eligible for membership are:
 - A. All graduates of The Ohio State University and all other persons who have been in attendance at the University.
 - B. Any non-alumni who show interest in joining. Non-alumni (as determined by the Association’s definition) are entitled to associate membership only. Associate members are ineligible to serve as officers.
2. The membership year varies by individual, and the renewal date shall be the anniversary month of the member’s joining.
3. Alumni new to Greater Cleveland who have been members of another OSU Alumni Club may transfer their existing year membership. The Club shall honor their membership elsewhere based on written notice from the club in which they were previously a member. Life memberships in another alumni club may not be transferred.

Article IV – Officers

1. The officers of the Club shall consist of a President, President-Elect, Vice President, Immediate Past President, Secretary, Treasurer, Membership Chair, Student Recruitment Chair, and Scholarship Chair, all of whom must hold current membership in the Association and the Club.
2. Officers shall be elected at the Annual Meeting. The elected Vice President automatically progresses to President-Elect the following year, to President the year after that, then to Immediate Past President. The Secretary, Treasurer, Membership Chair, Student Recruitment Chair, and Scholarship Chair are elected for three-year terms.

Article V – Duties of Officers

The duties of the officers shall be such as are generally exercised by such officers and shall perform such other duties as may be assigned to them respectively by the Board of Directors of the Club. Officers shall become familiar with alumni club resources (such as the *Leader* handbook). They shall attend necessary training workshops.

1. President: The President shall preside at all meetings of the Club, and shall serve as the Chair of the Board of Directors and a member of all committees. The President shall call regular meetings of the Board of Directors. The President shall call at least one meeting of the membership each year.
2. President-Elect: The President-Elect shall be a member of all committees and shall perform such other duties as assigned by the President. In the absence or disability of the President, or at his or her request, the President-Elect shall perform the duties of the President. If the office of the President becomes vacant, he or she shall become President for the unexpired term. If the unexpired term is less than six months, the President-Elect shall also serve his or her regular term as President. His or her term as President shall not exceed 18 months.
3. Vice President: The Vice President shall assist the President. In the absence or disability of the President and the President-Elect or at their request, the Vice President shall perform the duties of the President. If the office of President-Elect becomes vacant, then the Vice President shall become President-Elect for the unexpired term. If the office of President becomes vacant and the President-Elect is unable or declines to become President, then the Vice President shall become President for the unexpired term. If the unexpired term is less than six months, the Vice President shall also serve a regular term as President. His or her term as President shall not exceed 18 months.
4. Immediate Past President: The Immediate Past President provides guidance to the current President and the board in general. He or she serves on the Membership Committee.
5. Secretary: The Secretary shall be responsible for sending notices of Board of Directors meetings to members of the Board

of Directors, and shall send reports of all meetings and activities of the Club to the Association for publicity in *The Ohio State Alumni Magazine*. He or she shall keep the minutes and records of all Board of Directors meetings and annual membership meetings. He or she shall send copies of such minutes and records to all members of the Board of Directors.

6. Treasurer: The Treasurer shall supervise all receipts, deposits, and expenditures. The Treasurer shall collect dues and all other items of income, shall make disbursements, and shall report to the Auditor and to the Board of Directors at regular meetings, and shall report for the previous calendar year at the annual meeting. The Treasurer shall retain a copy of the current membership roster (provided by the Membership Chair). The Treasurer shall be custodian of any real property of the Club.
7. Membership Chair: The Membership Chair shall have primary responsibility for recruiting and retaining members and for maintaining the current membership roster. The Membership Chair (or any other Officer, or Director) shall not release the roster for political or commercial purposes, subject to expulsion from office by the Board of Directors of the Association. Release of the roster shall be made only on approval of the President/CEO of the Association subject to the constitution of the Association. The Membership Chair shall serve as Chair of the Membership Committee.
8. Student Recruitment Chair (SRC): The Student Recruitment Chair shall serve as the communication link between the Admissions Office and the Association, to the Club. He or she shall organize a committee of alumni student recruitment volunteers and shall serve as Chair of the Student Recruitment Committee. He or she shall become familiar with alumni student recruitment resources and Admissions Office brochures. He or she shall attend necessary training workshops and update sessions. He or she shall provide feedback to the Admissions Office and to the Association regarding recruitment materials and activities.
9. Scholarship Chair: The Scholarship Chair shall serve as liaison with the Honors Program and the Association regarding scholarships. He or she shall organize a committee of volunteers and shall serve as Chair of the Scholarship Committee. He or she shall serve as Chair or Co-Chair of the Annual Scholarship Reception. He or she shall provide feedback to the Association regarding scholarship materials and activities.

Article VI – Board of Directors

1. The government of the Club and the direction of its activities shall be vested in the Board of Directors.
2. The following Directors shall be elected at the Annual Meeting:
 - A. The Vice President, Secretary, Treasurer, Membership Chair, Student Recruitment Chair, and Scholarship Chair.
 - B. Twelve (12) additional Directors. Four (4) members shall be elected Directors each year for a term of three (3) years. The terms of four (4) of the twelve (12) Directors shall expire in each year. One associate member may be elected as a Director each year.
3. The Board of Directors shall also consist of the following:
 - A. The Immediate Past President, who is automatically a voting member by virtue of his/her service as President the prior year.
 - B. The elected Officers and Directors may select no more than five (5) additional special function Directors who shall be voting members of the Board. These Directors will be appointed for a three-year term and may be reappointed.
 - C. The President/CEO of the Association, or his or her designated representative, who is in attendance at a meeting of the Board of Directors shall be a voting member of the Board of Directors.
 - D. All Past Presidents in good standing shall be nonvoting Honorary Members of the Board of Directors.
4. All members of the Board of Directors must be members of the Club and the Association.
5. Candidates for Officers and Directors shall have been members of an OSU Alumni Club for the year immediately preceding their election, and shall be a current member of the OSU Alumni Club of Greater Cleveland at the time of their election.
6. The Board of Directors shall have full power to fill any vacancy in its membership that may occur.
 - A. Appointments of President, President-Elect, and Vice President are valid until the following Annual Meeting, at which time an election shall be held to fill the vacancy.
 - B. The Board may appoint Directors to fill unexpired one-year and two-year terms.
 - C. The Board may appoint Directors to fill unexpired three-year terms. These appointments are valid until the following Annual Meeting, at which time an election shall be held to fill the vacancy.

7. Directors must wait one full year after the conclusion of their term before being eligible to be elected again as a Director. They may, however, become Officers, or may serve as committee Chairs.
8. Directors who are new to the Board and who have been appointed to fill unexpired terms may be elected to a full three-year term at the following Annual Meeting.

Article VII – Removal from Office of Officers and Directors

1. Officers and Directors may be removed from office for failure to comply with standards and procedures of the Association and/or the Club.
2. Reasons may include but not be limited to the following: Failure to attend Board meetings. Failure to carry out duties of office. Conflict of interest.
3. The Board of Directors shall have the authority to remove Officers and Directors from office.

Article VIII – Meetings of the Board of Directors

1. The Board of Directors shall meet at least six times annually. The President shall notify the Board of Directors of the time and place of meetings. Other meetings of the Board of Directors shall be at the direction of the President.
2. A quorum shall be defined as one-half of the current number of Officers and Directors. A quorum is not necessary to proceed with a meeting, but in order to pass a proposal, the approval of the number of members equal to or greater than the majority of a quorum is required. (For example, if there are 26 Board members, 13 is a quorum and 7 votes would be necessary for approval of a proposal.) If fewer than this number are present at a regular meeting, or for emergency action, the President may poll all Board members in person, by telephone, or by ordinary or electronic mail and shall record the vote of all Board members. Board members shall be notified of the results of such recorded votes.
3. Meetings of the Board of Directors shall be open to any members who may want to attend.
4. A meeting of the Board of Directors must be called by the President of the Club upon written request of three (3) members of the Board of Directors. Such meeting must be called within ten days and held within one month.

Article IX – Meetings of the Membership

1. At least one meeting of the membership must be held each year in February. This shall be known as the Annual Meeting. Failure to comply with this provision shall make the Club charter subject to revocation by the Association. The President shall notify the members of the time and place of the meeting.
2. There shall be such other meetings each year as the President, with the approval of the Board of Directors, shall deem desirable.
3. The President of the Club must call a membership meeting upon written request of five (5) members of the Club. 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 Directors, or by the five (5) petitioning members. In such instance, the President/CEO of the Association shall be notified, and he or she shall send due notice of the time, place, and purpose of the meeting to all members of the Club.
4. In areas not addressed by this constitution, Roberts Rules of Order shall prevail.

Article X – Committees

1. The President of the Club shall appoint the following standing committees with the approval of the Board of Directors.
 - A. Membership Committee: It shall be the duty of this committee to influence nonmembers to join the Club and the Association and to retain members.
 - B. Student Recruitment Committee: This committee shall make contact with prospective students, arrange such events as are appropriate, and shall serve as liaison with the Admissions Office and the Association concerning students interested in attending the university.
 - C. Nominating Committee: This committee shall be responsible for submitting the slate of Officers for the ensuing year to the Board of Directors, together with a list of candidates to fill vacancies on the Board of Directors.
 - D. Scholarship Committee: This committee shall receive scholarship applications from local students, shall screen and interview applicants for Club scholarship(s), and shall make recommendations for Club scholarship award winner(s).
 - E. Fundraising Committee: This committee shall be responsible for raising funds for the Club's Development Fund CLASS Account, Endowment Account, and general treasury.

- F. Hospitality Committee: This committee shall be responsible for hospitality functions at club meetings, programs, and events. They shall greet members, help with registration, and perform such other duties necessary to ensure that meetings and events run smoothly.
 - G. Awards Committee: This committee shall be responsible for recommending candidates to the Board of Directors for the Club's Annual Awards given at the Annual Meeting.
 - H. Constitution Committee: This committee shall supervise the Officers and members of the Board when necessary to uphold and enforce this constitution. They shall also discuss and approve changes in the constitution and make recommendations to the Board and the membership.
2. The President of the Club, with the approval of the Board of Directors, shall appoint an Auditor, a Newsletter Editor, a Parliamentarian, Event Chairs, and such other Chairs as in his or her judgment the interests of the Club may require, and may prescribe the duties of such Chairs.
 - A. The Auditor shall be responsible for viewing the financial records of the Club, including the Treasurer's reports.
 - B. The Newsletter Editor shall be responsible for the preparation of no fewer than three newsletters a year.
 - C. The Parliamentarian shall be responsible for seeing that actions of the Board of Directors are not in conflict with this Constitution or with by-laws and official policies of the Club or with the Constitution, by-laws, and policies of the Association.
 - D. Event Chairs, with the approval of the Board of Directors, shall be responsible for organizing and coordinating their particular event, and for reporting to the Board of Directors.
 3. The President of the Club, with the approval of the Board of Directors, shall appoint such additional committees as in his or her judgment the interests of the Club may require, and may prescribe the duties of such committees.

Article XI – Dues

The dues shall be fixed by the Board of Directors, with the approval of the President/CEO of the Association.

Article XII – Finances

1. The fiscal year shall be from January 1 to December 31.
2. The Treasurer may disburse funds for prepaid or self-funded activities or events as appropriate, and for expenses of the Annual Meeting.
3. The President may authorize up to six expenditures of \$100 or less during his or her term of office.
4. All other expenditures must be authorized by the Board of Directors.
5. The President, the Treasurer, and any one other officer may approve emergency expenditures over \$100.
6. The signators on the bank account shall be the President, President-Elect, and Treasurer.

Article XIII – Amendments

This Constitution may be amended by a two-thirds vote of all members present at any duly called membership meeting of the Club. No amendments shall take effect until duly approved by the Board of Directors of the Association.

Article XIV – Adoption

This Constitution shall be officially adopted upon approval by a majority vote of the members of the Club in attendance 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.

The original Constitution of the Club was adopted at a meeting held October 1, 1968. It was amended November 21, 1972, and further amended February 14, 1984.

A second constitution was adopted by the Club at the Annual Meeting held February 21, 1995. It was amended on February 18, 2003.

This Constitution was adopted by the Club on February 19, 2008.