

THE BYLAWS
OF
THE BLACK ALUMNI OF DARTMOUTH ASSOCIATION

ARTICLE I • Membership

Sec. 1. The Association shall confer membership upon all qualified persons on February 1 of each year.

Sec. 2. The Association shall deem a person qualified upon the final year of their academic program as an undergraduate at the College or in the final year of any graduate programs associated with the College.

Sec. 3. Upon a unanimous vote of the Executive Board, the Association may confer Honorary membership upon a person who is not otherwise eligible for membership in the Association provided they have made an extraordinary contribution to members or the interests of the Association.

ARTICLE II • Elections

Sec. 1. The incumbent Parliamentary Secretary may convene and direct an Election Committee to assist with the administration of the biennial election of Officers.

Sec. 2. The incumbent Parliamentary Secretary may employ a College Official to assist with the administration of the biennial election of Officers.

Sec. 3. Nominations.

- a. Beginning the second Sunday of February in an election year, the incumbent Parliamentary Secretary shall solicit from the Association nominations for each elected Officer specified in the Constitution and a Regional Chair for each active Region.
- b. Nominations shall remain open for at least two (2) weeks.
- c. The incumbent Parliamentary Secretary shall solicit nominations from the membership in any method or methods reasonably calculated to reach a broad audience. These methods may include, but not necessarily be limited to email, social media, telephone, or notice on the Association website.
- d. Only a member of the Association residing within a region or an Executive Board member may submit a nomination for the Chair of a Region.
- e. Nominations for candidates may be made in writing by members of the Association who shall deliver such nominations to the incumbent Parliamentary Secretary, together with a brief biographical sketch, if any, before the date announced for the close of nominations.

Sec. 4. Ballots.

- a. The incumbent Parliamentary Secretary shall make physical ballots or prepare and publicize a method for electronic voting, available to all members of the Association together with brief biographical sketches of all nominees for election to each office.
- b. Ballots shall include the return address of the College Official, or some other person designated by the incumbent Parliamentary Secretary to whom ballots should be sent. Ballots shall clearly designate a deadline by which ballots shall be returned. Members shall return ballots before the published deadline. Ballots shall be opened, counted, and recorded by the Parliamentary Secretary.
- c. Electronic voting shall be administered in such a manner that all votes are directly received by the College Official, or some other person designated by the incumbent Parliamentary Secretary to whom all votes should be sent. Members shall have no less than one (1) week from the publication of the availability of ballots to cast and return ballots before the close of electronic voting.

Sec. 5. Election Period

- a. The Parliamentary Secretary shall afford an election period of no less than one (1) week and shall afford a reasonable time for the arrival of physical ballots if physical ballots are used.

Sec. 6. Graduating Class Representative.

- a. The members of the graduating class of Black undergraduate and graduate students shall select from among their number one member to serve as the Graduating Class Representative.
- b. All members who shall become eligible for membership in the Association at the date fixed by Article I, Sec. 1 of these bylaws may be nominated and vote for the Graduating Class Representative.
- c. The incumbent Parliamentary Secretary shall coordinate with Black undergraduate and graduate student groups to facilitate the selection of one or more eligible graduating class members per year to serve as the Graduating Class Representative.
- d. The Graduating Class Representative shall serve a term of one year starting and ending on May 15 of each year.
- e. The President may fill a vacancy in this position consistent with the Article IV, Sec. 6 of the Constitution of the Association.

Sec. 7. The incumbent Parliamentary Secretary shall determine the election of each Officer and Regional Chair by a plurality of the ballots cast for each office and finalize the results after affording a reasonable time for the arrival of physical ballots if physical ballots are used.

Sec. 8. The incumbent Communications Director shall publish final election results for incoming Officers in any method or methods reasonably calculated to reach a broad audience of the membership of the Association.

ARTICLE III • Officers and Term of Office

Sec. 1. The Officers of the Association shall be those specified in the Constitution of the Association: namely a President, a Vice President, a Regional Coordinator, a Communications Director, a Treasurer, and a Parliamentary Secretary. Such Officers shall lead the Executive Board, execute such duties as identified in these bylaws, and coordinate the activities and duties of such subordinate members of the Executive Board as provided in these bylaws.

Sec. 2. Officers shall be nominated and elected in accordance with the provisions of Article II, Sec. 3 of these bylaws.

Sec. 3. Each Officer shall take office on March 31 of the year following an election and hold office until March 31 two years later, provided they are not elected to successive terms.

Sec. 4. Each Officer shall have an affirmative duty to assist in the transition of their successor. Between election and taking office, each incumbent and elected Officer shall develop and implement a transition plan and report the results to the President and President-elect.

Sec. 5. If a simultaneous vacancy of the President and Vice President occurs more than 12 months after the most recent election, then the President-elect shall succeed to the role of President, fill the remainder of the prior President's term, and appoint a Vice President consistent with Article IV, Sec. 6 of the Constitution of the Association. Otherwise the Association shall hold an emergency election to fill the vacancies.

Sec. 6. The incumbent President may fill a vacancy consistent with the Article IV, Sec. 6 of the Constitution of the Association.

Sec. 7. Any Officer of the Association may be removed from office by a two-thirds vote of the Executive Board.

ARTICLE IV • Duties of Elected Officers

Sec. 1. The President shall:

- a. Serve as the chief executive officer and spokesperson for the Association;
- b. Have supervisory authority over the affairs of the Association and its several officers, subject to the oversight of the Executive Board;
- c. Preside over all meetings of the Association and the Executive Board;
- d. Serve as an ex officio member of all committees;
- e. With the advice and consent of the Executive Committee, appoint all other committees, name their Chairpersons, and ensure the proper performances of their functions;
- f. Serve as the chief liaison with faculty, administration, and students; and
- g. Perform all such other necessary duties pertaining to the office.

Sec. 2. The Vice-President shall:

- a. Assume the duties of the President in the case of their absence or disability;
- b. Assist the President in the performance of their duties as the President may request;
- c. Supervise the Mentoring Chair and ensure the support and good working order of the Association's mentoring program;
- d. Supervise the Reunion Chair and ensure the support and good working order of the Association's periodic reunions; and
- e. Supervise the Programming Chair and ensure the support and good working order of Association-wide programs.

Sec. 3. The Regional Coordinator shall:

- a. Ensure the Regional Chairs maintain activity levels sufficient to preserve the good health of the Association;
- b. Coordinate national initiatives between and among Regional Chairs;
- c. Oversee prospective student recruitment efforts with other Executive Board members and the Regional Chairs;
- d. Assist in the development and expansion of local chapters of the Association; and
- e. Facilitate the integration and activities of members living in areas where no active local chapter exists.

Sec. 4. The Communications Director shall:

- a. Manage Association social media accounts and messaging campaigns;
- b. Ensure that meetings of the Association and the Executive Board and duly publicized; and
- c. Serve as the communication liaison for the Association and conduct Association correspondence.

Sec. 5. The Treasurer shall:

- a. Collect all dues and revenues of the Association;
- b. Keep and maintain an account of the financial transactions of the Association;
- c. Deposit all monies in such bank or other depository as shall be designated by the Executive Board;
- d. Provide periodic reports to the President and Executive Board;
- e. Supervise the Fundraising Chair and any fundraising initiatives;
- f. Supervise the Membership Chair; and
- g. Have ultimate responsibility for all fundraising activities of the Association.

Sec. 6. The Parliamentary Secretary shall:

- a. Support the operation of the Association and serve as the Association's procedure specialist, including familiarity with Roberts Rules of Order and these bylaws;
- b. Periodically assess the effectiveness of the Association and suggest methods to improve operations or efficacy;
- c. Partner with the Communications Director and Treasurer to ensure the preservation of the records of the Association including recorded meetings, notes, and other materials;
- d. Supervise and administer the Association's elections; and
- e. Supervise the Association's Historian.

Sec. 7. The Regional Chairs shall:

- a. Oversee the coordination of activities and events in the regions which they were elected to represent;
- b. Subject to the approval of the Executive Board, create local operating rules and procedures. Any local operating procedures shall be filed with the Association Parliamentary Secretary prior to implementation;
- c. Develop and implement an annual program plan which identifies the events contemplated for the year and the resources necessary to implement such a plan;
- d. Hold no fewer than four (4) events per year;
- e. Coordinate efforts in their Region to increase member participation in the recruitment and interviewing of Black prospective students; and
- f. Report to the Regional Coordinator.
- g. Regional Chairs may, subject to the discretion of their members, serve as a liaison between the Association and their local Dartmouth Clubs, however this shall not relieve them of their duty to sustain and maintain a healthy Association presence and level of activity in their Region.

Sec. 8. The Graduating Class Representative shall:

- a. Foster communication between the Association and their class members;
- b. Encourage such class members to actively participate in the Association;
- c. Relate the concerns of such class members to the Executive Committee; and
- d. Report to the Regional Coordinator.

ARTICLE IV • Duties of Additional Officers

Sec. 1. The affairs of the Association shall be administered by the Executive Board with the assistance of the additional appointed Officers

Sec. 2. The President may appoint the following officers upon consultation with the elected Officer responsible for supervising the appointed Officer and the approval of the Executive Board:

- a. Alumni Council Representatives
- b. Fundraising Chair;
- c. Historian;
- d. Members At-Large;
- e. Membership Chair;
- f. Mentoring Chair;
- g. Reunion Chair;
- h. Student Advisor;
- i. Social Media Chair;
- j. Webmaster; and
- k. Such other Officers as necessary to ensure the optimal operation of the Association.

Sec. 3. The Association may accept a representative from the Afro-American Society or an equivalent organization as a non-voting member of the Executive Board.

Sec. 4. The Alumni Council Representatives shall:

- a. Represent the interests of the Association at the Dartmouth Alumni Council;
- b. Actively learn and know the current state of the College and its future goals, and communicate that knowledge to the Executive Board and the membership of the Association;
- c. Assist the College in fully understanding and considering the sentiments of the Association;
- d. serve a three-year term on the Alumni Council and be required to attend the semiannual Alumni Council meetings in a manner defined by that body; and
- e. Report to the President.

Sec. 5. The Fundraising Chair shall:

- a. Develop and implement fundraising program, subject to the approval of the Treasurer;
- b. Coordinate with other relevant Executive Board members;
- c. Recruit and manage a Fundraising Committee; and
- d. Report to the Treasurer.

Sec. 6. The Historian shall:

- a. Preserve the records of the Association; and
- b. Manage Association initiatives which record the history of the Association and Black students at Dartmouth; and
- c. Report to the Parliamentary Secretary.

Sec. 7. Members At-Large shall:

- a. Recruit volunteers and oversee the coordination of activities and events in the areas which they represent and where no local chapters exist;
- b. Subject to the approval of the Executive Board, create local operating rules and procedures. Any local operating procedures shall be filed with the Association Parliamentary Secretary prior to implementation; and
- c. Report to the Regional Coordinator.

Sec. 8. The Membership Chair shall:

- a. Coordinate with the Dartmouth College Office of Alumni Affairs to ensure the accuracy of Association membership information;
- b. Coordinate with undergraduate and graduate student organizations to ensure that members are included in Association records as of the date specified in Article I, Sec. 1; and
- c. Report to the Treasurer.

Sec. 9. The Mentoring Chair shall:

- a. Develop and manage a mentoring program which provides undergraduate and graduate students with the benefit of the Association's professional and experiential knowledge;
- b. Chair any Mentoring Committee if one is necessary to manage such a program; and
- c. Report to the Vice President.

Sec. 10. The Reunion Chair shall:

- a. Organize and coordinate the periodic reunions of the Association;
- b. Convene and serve as the Chair of any Reunion Committee;
- c. Develop a budget to execute the reunion; and
- d. Report to the Vice President.

Sec. 11. The Student Advisor shall:

- a. Coordinate activities between the Association and the Black undergraduate and graduate student body;
- b. Manage regular events that benefit the Black undergraduate and graduate student body such as The Lorna Hill Ceremony;
- c. Convene and manage a Committee of Alumni to provide immediate support to undergraduate and graduate students in response to any incidents before the Executive Board can determine a permanent response strategy;
- d. Gather and convey undergraduate and graduate student concerns to the Executive Board;
- e. Keep the Executive Board and the Association abreast of events on campus that affect Black students and alumni;
- f. Serve on the Continuity Committee established pursuant to Article V; and
- g. Report to the President.

Sec. 12. The Social Media Chair shall:

- a. Manage the Association's social media accounts and guide the use of the various social media accounts of the Association; and
- b. Report to the Communications Director.

Sec. 13. The Webmaster shall:

- a. Manage the Association's website and web presence; and
- b. Report to the Communications Director.

ARTICLE V • Continuity Committee

Sec. 1. The Continuity Committee shall meet as often as necessary to ensure the smooth transition between iterations of the Executive Board of the Association but no less than once every two years.

Sec. 2. The President, Vice President, President-elect, most recent President Emeritus, Student Advisor, Graduating Class Representatives, and any Representative admitted to the Executive Board pursuant to Article IV, Sec. 3 shall serve on the Continuity Committee.

Sec. 3. Any Officer of the Executive Board may attend a meeting of the Continuity Committee.

ARTICLE VI • Executive Board Meetings

Sec. 1. The Executive Board shall hold a regular business meeting in person or via teleconference at least once each quarter of the year.

Sec. 2. The Parliamentary Secretary shall provide a schedule of meetings for the coming year. Notice of the time and place each meeting of the Executive Board shall be provided to each Officer in any method or methods reasonably calculated to provide notice.

Sec. 3. Special meetings of the Executive Board may be held with five (5) days' notice whenever called by the President or majority vote of the Executive Board.

Sec. 4. The presence of four elected Executive Board members shall constitute quorum for the transaction of business at any meeting of the Executive Board.

Sec. 5. Failure by an Officer to attend three (3) Executive Board meetings shall be grounds for removal.

ARTICLE VII • Meetings of the Association

Sec. 1. The Association shall hold a meeting of the General Body of the Association no less than twice per year in person or via teleconference.

Sec. 2. The Association shall hold a reunion no less than every fifth year and an interim reunion between each quinquennial reunion on the schedule deemed most practical by the Reunion Chair. The quinquennial reunion shall be held in Hanover, New Hampshire on such a date as shall be fixed by the Executive Board. Interim Reunions may be held in the location deemed by the Reunion Chair to encourage the broadest possible attendance and participation by the membership. Written notice shall be mailed or emailed to the membership not less than six (6) weeks prior to the meeting.

Sec. 3. At each meeting of the Association membership, fifty members present shall constitute a quorum for the transaction of business.

Sec. 4. Special meetings of the Association membership may be called at any time by the President, majority vote of the Executive Board, or upon the written request of not less than five (5) percent of the membership. Special meetings shall be held on not less than seven days notice to the membership and shall be held at the college or at any such other place as may be fixed by the Executive Board or as may be designated in the notice

ARTICLE VIII • Association Reporting Year

The Association Reporting year shall be from the first day of July in each year to the last day of June of the next year. Unless otherwise determined, the reports of the Association shall conform to this period.

ARTICLE IX • Association Dues

Sec. 1. Association dues shall be levied each year upon each member of the Association.

Sec. 2. The amount of the dues shall be determined by the Executive Board.

Sec. 3. Only dues paying members shall be entitled to certain rights and privileges of the Association, as shall be determined by the Executive Board.

Sec. 4. The Executive Board shall not unilaterally restrict the right to vote for Executive Board members to dues paying members only. Such a determination may only be made by a vote of the membership of the Association membership.

ARTICLE X • Private Inurement

Sec. 1. No part of the net earnings of the Association shall inure to the benefit of, or be distributed to, any Association member, Officer, or any other private person or individual.

Sec. 2. All the Assets and net earnings of the Association shall be used to further its educational and charitable purpose.

ARTICLE XI • Political Activity

No substantial part of the activities of the Association shall be propagandizing, or otherwise attempting to influence legislation. The Association shall not participate or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE XII • Amendments

Sec. 1. These bylaws may be amended by the affirmative vote of two-thirds of the members of the Association present at any biennial meeting, or at any special meeting, by electronic ballot, if notice of the proposed amendment is included in the notice of such meeting.

Sec. 2. These bylaws may also be amended by the affirmative vote of two-thirds of the members of the Executive Board present at any meeting in person, or by electronic ballot, provided the notice of such meeting advises that such amendment is a purpose of the meeting.

Sec. 3. Notice in writing of any proposed amendments to these bylaws shall be provided in any method or methods reasonably calculated to provide notice to each voting person at least five (5) days prior to such meeting.

Sec. 4. Notwithstanding the foregoing provisions for notice, an amendment to these bylaws may be affected at any meeting of the Executive Board, provided such amendment was proposed at the prior meeting of the Executive Board.