

GUIDELINES FOR VOTING FOR ELECTION OF OFFICERS AND EXECUTIVE COMMITTEE MEMBERS, CONSTITUTIONAL AMENDMENTS, AND CONDUCT OF MEETINGS OF THE ASSOCIATION OF ALUMNI

As Adopted
November 6, 2009

Guidelines for Election of Officers and Committee Members and for Constitutional Amendments

1. All-Media Voting. Subject to the procedures set forth in the Association's constitution and these Guidelines, balloting materials relating to the election of officers and the Executive Committee of the Association as well as proposed amendments to the Constitution shall be distributed to all alumni and voted on using mail-in ballots or electronic transmission.
2. Nomination of Candidates for Officer and Executive Committee Positions. The officers and Executive Committee of the Association shall be elected at each annual meeting using mail-in ballots or electronic transmission. Candidates will be nominated by a Nominations Committee appointed by the President. In addition to this nominating process, any 50 members qualified to vote may file with the Secretary of the Association a nomination of one or more qualified persons for election as an officer or member of the Executive Committee. The notice of nomination shall indicate for which office each person is nominated, and must be received at least 60 days prior to the balloting period designated in advance by the Balloting Committee. The Executive Committee may, in its discretion, waive or extend the filing deadline. Candidates so nominated shall be identified on the Association's website. If no candidates are nominated in this manner for a particular office or Executive Committee seat, then the Nominating Committee's candidates shall be the sole candidates. Only persons nominated in accordance with these provisions may be elected to any Association office or Executive Committee position.
3. Voting for Multiple Candidates. If more than one candidate is nominated for the office of President, First Vice President, Second Vice President or Secretary-Treasurer, then the candidate receiving the greatest number of votes for such office shall be elected. If more than seven candidates are nominated for the nonofficer seats on the Executive Committee, then each member may vote for up to seven candidates and the seven candidates receiving the greatest number of

votes shall be elected.

4. Proposed Amendments to Constitution. Any 1% of members qualified to vote may file with the Secretary of the Association a proposed amendment to the Association's Constitution (a "Petition Amendment"). If the Petition Amendment is received 90 days prior to the balloting period designated in advance by the Balloting Committee, the Petition Amendment shall be included on the ballot. The Petition Amendment shall specify one signatory as the amendment's Sponsor. All communications regarding such Petition Amendments delivered to the Sponsor shall be deemed delivered to all the signatories. Petition Amendments shall be posted on the Association's website no later than 75 days in advance of the opening of the voting period. The Executive Committee may, in its sole discretion, waive or extend the filing deadline.

The Sponsor for each Petition Amendment may provide an article of no more than 300 words explaining the benefits of that amendment. Such articles will be posted on the Association's website within seven days of submission of the article to the Secretary in care of the Office of Alumni Relations, subject to review, but no sooner than 75 days in advance of the opening of the balloting period. Each article will be reviewed by the Balloting Committee to confirm that the facts presented are correct. Any and all issues will be brought to the attention of the Sponsor by the Balloting Committee, which may request a revised article.

Proposed amendments to the Association's Constitution may also be made by the Executive Committee, which shall be considered and voted upon during the balloting period, provided that such proposed amendments are identified and described on the Association's website no later than 75 days prior to the balloting period.

Proposed amendments will be listed in this order: (1) amendments proposed by the Executive Committee, (2) Petition Amendments. Within the preceding categories, amendments will be listed in the order in which they are received. The Executive Committee may, at its discretion, provide such other information on proposed amendments as it deems appropriate. The Association's Constitution may only be amended in conformity with this section. Amendments shall be adopted if they receive a two-thirds or greater majority of votes cast.

5. Signatures Required. Where these Guidelines set forth signature requirements, only original hard copy signatures in any ink other than black will be accepted and count toward such signature requirements. Neither fax nor electronic signatures will be accepted.

6. Balloting Period. The voting period shall be an annual four-week period each spring, intended to mirror the election period for Alumni Trustees. In a year during which an Alumni Trustee nomination election takes place, the voting period shall coincide with the Trustee nomination election, and officer/Executive

Committee and constitutional amendment balloting materials will be included in the Trustee nomination election ballot mailing. The dates of the voting period will be determined and notice placed on the Association website 120 days prior to the opening of the period. In addition, the Executive Committee may in its discretion call for a special voting period (particularly for constitutional amendments) outside of the annual period. When the Executive Committee elects to call for a special voting period, notice must be announced on the Association web site no later than 120 days in advance of that special voting period.

The Executive Committee may cancel an election relating to constitutional amendments in extenuating circumstances, as determined in its sole discretion. Properly filed and pending Petition Amendment proposals shall be included on the ballot of the next annual or specially-called voting period, subject to the written consent of the Sponsor.

7. Notice of Voting. Information regarding election of officers and Executive Committee members nominated by the Association of Alumni Nominations Committee, as well as proposed amendments to the Constitution by the Association of Alumni Executive Committee or by petition, will be provided to alumni in the following manner: (a) posting of a notice on the Association's website no less than 75 days in advance of the opening of the voting period and (b) sending a notice to all alumni by mail or electronic means no less than 45 days in advance of the voting period. Such notices shall serve to inform alumni that there will be an election of officers and an Executive Committee and/or a vote on proposed amendments to the Constitution, and shall contain such other information as shall be required by the Balloting Committee. The notice also shall refer alumni to the Association's web page for further information, including the names of the candidates, text of any proposed amendments, these Guidelines, and information on how to access forums where alumni may debate, lobby and learn more about the election and/or the amendments. The notice shall include contact information for the Alumni Relations Office for those alumni who are not able to access a website for the information described above.

8. Balloting Material. The form of the ballot and related materials shall be at the discretion of the Balloting Committee. The ballot relating to any proposed amendment to the Constitution may include such other information as may be deemed appropriate by the Executive Committee in its sole discretion. The mailing to alumni shall also specify the last date on which votes may be cast.

9. Results of Voting. The election of officers and the Executive Committee will be announced at the Annual Meeting. The results of any vote on constitutional amendments shall be published on the Association's website no later than 10 days after the end of the balloting period and through appropriate College channels (as determined by the Balloting Committee) as quickly as possible.

Guidelines for Meetings of the Association

10. Date of Annual Meeting. In accordance with the Association's Constitution, the Annual Meeting will be held on the Tuesday following Commencement Day unless otherwise scheduled by the Executive Committee, who will have the right to reschedule meeting dates in the event it is deemed necessary or appropriate to do so.

11. Notice of Annual Meeting. Notice of the date, time and place of the Annual Meeting shall be given by publishing the same in such medium as the Executive Committee shall deem appropriate at least 90 days before the Annual Meeting. This notice shall specify that the subject matter of the meeting be made available on the Association's website or will be provided by calling the Alumni Relations Office. The Executive Committee or its designee shall maintain the Association's website to ensure that it includes such information.

12. Conduct of Business at Meetings. The Agenda and Order of Business for any Annual Meeting or Special Meeting shall be established by the Executive Committee. The Executive Committee may choose to adopt a recognized procedure for the conduct of any such Meeting, but shall not be required to do so.

13. Amendment to Guidelines. These Guidelines may be amended by a majority vote of the Executive Committee.