

# THE CONSTITUTION OF THE ALUMNI ASSOCIATION OF PRINCETON UNIVERSITY

Amended and Restated on May 26, 2023

## **Article I: Membership in the Alumni Association of Princeton University**

Membership in the Alumni Association of Princeton University shall include all persons who are recognized by Princeton University as, respectively, Undergraduate Alumni of an assigned Class (hereinafter “Undergraduate Alumni”) or alumni of the Graduate School (hereinafter “Graduate Alumni”) (All such persons are hereinafter referred to collectively as “alumni”.) An alumnus is a member of the Alumni Association of Princeton University unless and until such person’s name is removed from the roll thereof by approved procedures. Recipients of Honorary Degrees and duly elected Honorary members of the Classes shall be honorary members of the Alumni Association of Princeton University.<sup>1</sup>

## **Article II: Purposes of the Alumni Association of Princeton University**

The Alumni Association of Princeton University shall promote the interests, welfare and educational aims of Princeton University and its alumni, establish and maintain a mutually beneficial relationship between Princeton University and its alumni, and encourage lifelong engagement of Princeton University’s alumni with their fellow alumni and the University community.

The Alumni Association of Princeton University shall provide for the exchange of information and ideas between Princeton University and its alumni, and shall seek to develop programs involving alumni in various areas of service to Princeton University. Where appropriate, the Alumni Association of Princeton University will cooperate in furthering the policies and programs of Princeton University and instituting alumni engagement policies and programs, and may recommend other alumni engagement policies and programs designed to promote the welfare of Princeton University and its alumni.

These purposes of the Alumni Association of Princeton University shall remain in effect for as long as Princeton University remains organized exclusively for charitable, scientific, literary or educational, purposes under Sections 501(c)(3) and 170(b)(1)(A) of the Internal Revenue Code of 1986, as amended from time to time (or the corresponding provision of any future United States Internal Revenue law).

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<sup>1</sup> The words alumnus and alumni as used in this Constitution shall include all genders.

### **Article III: The Alumni Council of Princeton University**

The governing body of the Alumni Association of Princeton University shall be the Alumni Council of Princeton University, referred to in this Constitution as “the Council.” Any member of the Alumni Association of Princeton University in good standing is eligible to serve on the Council. The Council shall be constituted with the goal of welcoming and reflecting the diversity in all its dimensions of the Alumni Association of Princeton University as a whole.

The Mission of the Alumni Council shall be as set forth in a Joint Statement by the Trustee Committee on Alumni Affairs and the Executive Committee of the Alumni Council dated September 2002, which is hereby incorporated by reference.

### **Article IV: Membership on the Council**

The following shall be voting members of the Council:

#### **1. ALUMNI CLASS PRESIDENTS**

The President of each Undergraduate Alumni Class shall serve on the Council concurrently with the term of office of President of such Class. Each such President may designate a classmate to attend Council meetings and to vote in such officer’s absence.

#### **2. ASSOCIATION OF PRINCETON GRADUATE ALUMNI OFFICERS**

The President, Vice President, Secretary, and Treasurer of the Association of Princeton Graduate Alumni shall serve on the Council concurrently with their terms as officers of the Association of Princeton Graduate Alumni. Each such officer may designate another Graduate Alumnus to attend Council meetings and to vote in such officer’s absence.

#### **3. REGIONAL ASSOCIATION PRESIDENTS**

The President of each Regional Association that is defined according to geographic boundaries and is officially recognized by the University shall serve on the Council concurrently with the term of office of President of such Regional Association. Each such President may designate another member of the Regional Association to attend Council meetings and to vote in such officer’s absence.

#### **4. THE PRINCETON PRIZE IN RACE RELATIONS**

The Chair and Vice Chair of the Princeton Prize in Race Relations shall serve on the Council concurrently with their respective terms of office.

#### **5. PRINCETON WOMEN’S NETWORK ADVISORY COUNCIL**

A representative of the Princeton Women’s Network Advisory Council, to be designated by that council in conjunction with the Chair of the Alumni Council, shall serve on the Alumni Council concurrently with the term for which such representative has been

designated. Such representative may designate another member of the Princeton Women's Network Advisory Council to attend Alumni Council meetings and to vote in such representative's absence.

## **6. AFFINITY GROUPS**

The leader of each Affinity Group, as set out in Article VII (except for the Princeton Women's Network, the representation of which is set out above for the Princeton Women's Network Advisory Council), shall serve on the Council concurrently with the term of office of being the leader of such Affinity Group. Each such leader may designate another officer or member of such Affinity Group to attend Council meetings and to vote in such leader's absence.

## **7. TERM MEMBERS**

A total of up to 12 alumni at any one time may be appointed Term Members of the Council by the Chair of the Council, in consultation with the Director of the Council.<sup>2</sup> Up to six Term Members may be appointed each year for a term of up to two years each, and each such Term Member may be re-appointed for an additional term of up to two years each. Each term shall commence July 1 of the year of appointment.

## **8. LIFE MEMBERS**

All former Chairs of the Council, Presidents Emeriti of Princeton University and former Directors of the Council shall be Life Members of the Council.

## **9. MEMBERS OF THE EXECUTIVE COMMITTEE**

All members of the Executive Committee of the Council pursuant to Article VI, whether appointed or elected, shall serve on the Council during their terms of office on the Executive Committee.

### **Article V: Officers**

Any member of the Alumni Association of Princeton University in good standing may serve as an officer of the Council. There shall be a Chair, Vice Chair, Treasurer, and Assistant Treasurer elected by the Council, and the Director of the Council shall serve as Secretary and be appointed as provided in the By-Laws. The Chair and Vice Chair of the Council, respectively, shall serve as the President and Vice President, respectively, of the Alumni Association of Princeton University. Additional officers of the Council may be elected by the Council from time to time, in accordance with the provisions of the By-Laws.

### **Article VI: Organization of the Council**

#### **1. By-Laws**

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<sup>2</sup> Provisions regarding the Director of the Council are set forth in Section 1.4 of the By-Laws of the Alumni Council of the Alumni Association of Princeton University.

The Council shall organize in accordance with the By-Laws, provided that they are not inconsistent with the provisions of this Constitution.

## **2. Quorum**

The presence of 25 members of the Council and/or their designees (to the extent a member of the Council is permitted herein to designate another person to attend Council meetings and to vote in such member's absence) shall constitute a quorum for purposes of all meetings of the Council.

## **3. Executive Committee**

There shall be an Executive Committee of the Council which shall have all of the powers of the Council when it is not in session, except the power to amend this Constitution; adopt, amend or repeal any By-Law; appoint or elect any member of the Council, or remove any officer or member of the Council; or amend or repeal any resolution previously adopted by the Council. The Executive Committee shall be composed of the following persons, provided they are in good standing, and shall be constituted with the goal of welcoming and reflecting the diversity in all its dimensions of the Alumni Association of Princeton University as a whole:

- a. The Officers of the Council;
- b. The President of the Association of Princeton Graduate Alumni;
- c. Five additional representatives of the Association of Princeton Graduate Alumni, appointed by the Chair of the Council, in consultation with the President of the Association of Princeton Graduate Alumni and the Director of the Council;
- d. The Chair of each of the Standing Committees and of each Special Committee (as defined in the By-Laws of the Council);
- e. One additional representative of each of the Standing Committees (other than Planning and Review), appointed by the Chair of the Council, in consultation with the Chair of each respective committee and the Director of the Council;
- f. Up to ten alumni appointed by the Chair, in consultation with the Director of the Council, to serve for two-year terms, no more than five appointed each year;
- g. The Chairs of the Annual Giving Committee, the Graduate Inter-Club Council and the Advisory Board of the *Princeton Alumni Weekly*;
- h. Ten Regional Association officers, elected by the Council taking into account the geographic distribution of alumni across regions, and with the goal of welcoming and reflecting the diversity in all its dimensions of the Alumni Council as a whole;
- i. Eight Class officers, elected by the Council;
- j. Two alumni currently serving as members of the Princeton University faculty, to be elected by the Council;
- k. The President of the Senior Class or a designee; and a Graduate Student representative as determined by the President of the

- Association of Princeton Graduate Alumni in consultation with the Chair of the Council and the Director of the Council;
- l. The representative of the Princeton Women’s Network Advisory Council who serves on the Alumni Council;
  - m. The leader of each of the Affinity Groups, as set out in Article VII below (except for the Princeton Women’s Network, the representation of which is set out above for the Princeton Women’s Network Advisory Council);
  - n. The four elected members of the Council of the Princeton University Community;
  - o. The Chair and Vice Chair of the Princeton Prize in Race Relations.

The presence of a simple majority plus one of the then current members of the Executive Committee and/or their designees (to the extent a member of the Executive Committee is permitted herein to designate another person to attend meetings and to vote in such member’s absence) shall constitute a quorum for purposes of all meetings of the Executive Committee.

#### **4. Removal**

Members of the Council and/or the Executive Committee of the Council (other than the Director of the Council) may be removed with cause by majority vote of the Council, after giving such member an opportunity to be heard, if in the opinion of the Council the welfare of the Alumni Association requires such removal.

#### **Article VII: Affinity Groups**

The following are recognized by the University as Affinity Groups of the Alumni Association of Princeton University as of the effective date of this amended and restated Constitution:

Asian American Alumni Association of Princeton (A4P)

Association of Black Princeton Alumni (ABPA)

Association of Latino Princeton Alumni (ALPA)

The Fund for Reunion, Inc. d/b/a Princeton Bisexual, Transgender, Gay and Lesbian Alumni (BTGALA)

Princeton Women’s Network (PWN)

Native Alumni of Princeton (NAP)

Princeton Veterans Alumni Association (PVets)

Affinity Groups shall also include such other groups as are formally recognized by the

University as Affinity Groups after the effective date of this amended and restated Constitution.

Each Affinity Group shall promote the engagement of its community of alumni within the framework of and consistently with the purposes and mission of the Alumni Association. All Affinity Groups are open to all alumni, regardless of identity.

#### **Article VIII: Meetings**

The annual meeting of the Alumni Association of Princeton University shall be held on Alumni Day or on such other day and at such place as the President of the Alumni Association of Princeton University may designate, for the purpose of hearing a report by the President on current activities and for such other business as the President may wish to raise. Special meetings of the Alumni Association of Princeton University may be held at such time and place as determined by the Chair of the Council or by the Executive Committee. Any meeting of the Alumni Association of Princeton University, the Council or the Executive Committee may occur by teleconference, videoconference, conference call or any other means of communication by which all persons participating are able to hear each other.

#### **Article IX: Amendments**

This Constitution may be amended by a two-thirds vote of those present at any meeting of the Council at which a quorum is present provided notice of the amendment is included in the notice of the meeting.

#### **Article X: Miscellaneous**

In the event of dissolution of the Alumni Association of Princeton University, all of its assets, after payment of or provision for its liabilities, shall be distributed to Princeton University, provided Princeton University then is exempt from federal income tax and is organized and operated exclusively for charitable, scientific, literary or educational purposes. Any such assets not so disposed of shall be distributed, by the order of any New Jersey court with jurisdiction, exclusively for such purposes, or to organizations which are organized and operated exclusively for such purposes.

No part of the net earnings of the Alumni Association of Princeton University shall inure to the benefit of any member, director, officer or other private individual, except that the Alumni Association of Princeton University shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes stated in Article II.

No substantial part of the activity of the Alumni Association of Princeton University shall consist of carrying on propaganda, or otherwise attempting to influence legislation. The Alumni Association of Princeton University shall not participate in, or intervene in any manner whatsoever in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Nothing contained in this Constitution shall authorize, or permit the Alumni Association of Princeton University to operate other than exclusively for charitable, scientific, literary or educational purposes and no amendment of

this Constitution shall authorize or permit the Alumni Association of Princeton University to be organized or operated other than exclusively for the aforesaid purposes.

The Alumni Association of Princeton University shall have its situs at Princeton University, Princeton, Mercer County, New Jersey.

The effective date of this amended and restated Constitution of the Alumni Association of Princeton University is \_\_\_\_\_, 2023.