

Constitution of the Association of Alumni and Alumnae of MIT

ARTICLE I. NAME

The official name of the organization shall be THE ASSOCIATION OF ALUMNI AND ALUMNAE OF THE MASSACHUSETTS INSTITUTE OF TECHNOLOGY, also known as the MIT Alumni Association, hereinafter in this document referred to as “the Association”.

ARTICLE II. PURPOSES

The Association is a constituent unit of the Massachusetts Institute of Technology (hereinafter referred to as the “Institute”). In its support of the Institute, the mission of the Association is *To Further the well-being of the Institute and its graduates by increasing the interest of members in the school and in each other.*

The Association operates for the following purposes: (i) to build commitment, involvement and financial support for, and enhance the image of the Institute with the broadest possible alumni/ae base, (ii) to serve the Institute’s needs for human, financial, and intellectual resources, (iii) to strengthen the connections between alumni/ae and to provide services to alumni/ae, by fostering individual growth, enhancing ties to the Institute and otherwise, (iv) to act as a coordinating organization for associations representing specialized groups of alumni/ae of the Institute, (v) to steward a connection between the alumni/ae and Institute faculty, staff, and other Institute entities, for meaningful educational and relational pursuits, (vi) when appropriate, to maintain contact with, support, organize, control and/or coordinate with, other groups (including non-alumni/ae groups) having connections with the Institute or alumni/ae or services necessary or convenient to carry out such purposes and (vii) to support the Institute’s mission.

ARTICLE III. BYLAWS

Bylaws of the Association will guide the organization, its members, and regulate its board of directors and committees. These Association Bylaws (hereinafter referred to as “Bylaws”) are established with consideration of the overarching policies of the Institute and the governance of the MIT Corporation.

ARTICLE IV. MEMBERSHIP

Section 1. Alumni and Alumnae Members

The following persons are Alumni/ae Members of the Association:

- (a) All persons who have received a degree from the Institute; and

- (b) All persons who have been registered as students in a degree-granting program at the Institute for (i) at least one full term in any undergraduate class which has already graduated; or (ii) at least two full terms as graduate students.

Alumni/ae Members shall be entitled to vote for members of the Alumni Association Selection Committee and for amendments to this Constitution, shall be eligible for any position selected by the Alumni Association Selection Committee, and shall be entitled to such other privileges, if any, as may be provided for in this Constitution or the Bylaws.

Section 2. Honorary Members

Honorary Members shall be persons who, after nomination by an Alumni/ae Member, are determined by the Board of Directors to have rendered outstanding service to the Association or the Institute and are then elected Honorary Members by the Board of Directors.

Honorary Members shall be entitled to such of the privileges of Alumni/ae Members as shall be determined by the Board of Directors from time to time, except the rights to: (i) serve as directors of the Association; (ii) hold any office in the Association expressly reserved for Alumni/ae Members; (iii) vote for members of the Alumni Association Selection Committee; and (iv) vote for amendments to this Constitution.

Section 3. Other Members

At the discretion of the Association Board of Directors, persons who participated in a non-degree granting Institute program and those participating in special Institute programs which do not meet normal alumni/ae status and/or residency requirements, can be considered as Affiliate Members or Associate Members of the Association. Further, the Association Board of Directors reserves the right to establish new member statuses as needed. The privileges and rights for Associate Members and Affiliate Members shall be as provided for in the Bylaws.

Section 4. Members

Alumni/ae Members, Associate Members, Affiliate Members, and Honorary Members shall collectively be referred to as "Members".

ARTICLE V. BOARD OF DIRECTORS

The Association shall be guided by the Board of Directors, complying with the Association Bylaws and Business Practices, and operating within the larger framework of stated Institute Policies put forth by the Institute. Only Alumni/ae Members of the Association shall be eligible to serve as directors, unless exception is made by the Board of Directors. The Board of Directors shall consist of that number of persons specified by the Bylaws and shall be composed of (i) those Alumni/ae Members selected by the Alumni Association Selection Committee pursuant to the procedures specified in the Bylaws, (ii) the two immediate past Presidents, the President, and the President-Select of the Association, and (iii) any Alumni/ae Members selected by a majority vote of the full Board of Directors in office at the time of such vote, provided, however, that the number of such persons so

Final updates made 10.18.2021. Two consecutive votes 11.1.21 and 12.4.2021, with unanimous approval by the Board. Amendments final 4.29.2022, which was the conclusion of the open comment period.

selected shall be less than the number of persons who have been selected pursuant to clause (i) above. Each director shall serve a term as specified in the Bylaws. The President-Select shall be selected by the Alumni Association Selection Committee and shall serve as President for the next year once selected. The duties, rights, responsibilities and privileges of the Board of Directors shall be as provided for in the Bylaws.

ARTICLE VI. ALUMNI ASSOCIATION SELECTION COMMITTEE

The Alumni Association Selection Committee shall be composed of that number of Alumni/ae Members specified in the Bylaws and a Chairperson. The members of the Committee shall be elected by the Alumni/ae Members of the Association, in accordance with the procedure specified in the Bylaws, and the Chairperson shall be appointed by the Board of Directors of the Association. The members and Chairperson shall serve for a term of three years with the term of one-third (or as nearly as possible) of the members (including the Chairperson as a member) expiring each year as specified in the Bylaws. The Chairperson shall be a nonvoting member of the Alumni Association Selection Committee, except to break any tie vote of the Alumni Association Selection Committee.

ARTICLE VII. ANNUAL GIVING

The Association shall conduct solicitations and assist with the collection of funds each year to support annual giving efforts for the benefit of the Institute. The solicitation and collection of annual giving shall be conducted as prescribed in the Bylaws.

ARTICLE VIII. MEETINGS

All meetings of the Association shall be held either in-person and/or virtually as shall be designated from time to time by the Board of Directors. Special meetings of the Association may be called at any time by the President or the Board of Directors and shall be so called at the request, in writing, of any three directors of the Association entitled to vote at the meeting, or at the request in writing of five hundred Alumni/ae Members of the Association.

ARTICLE IX. AMENDMENTS

Section 1. This Constitution may be amended in accordance with the following procedure:

Any proposed amendment must be presented in writing, electronic or hard copy, and approved by a three-quarters vote of the Board of Directors at two consecutive meetings of the Board. The President will then present such proposed amendment so approved by the Board for publication to all contactable Alumni/ae Members using the most efficient communication vehicles, including, but not limited to, Technology Review, email, social media, and the Association website. Such amendment will become effective on the sixtieth day after the date of such publication as determined by the first mailing of such published announcement unless, within such sixty-day period, five hundred Alumni/ae Members, by

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petition, require the Board of Directors to present the amendment to the contactable membership of the Association for a full-membership vote.

If so required due to the presentation of a petition, as described in the preceding paragraph, the proposed amendment shall be presented for such a vote by the President communicating the proposed amendment to contactable Alumni/ae Members of the Association with a notice specifying the time of the polling, which shall be not less than thirty days and not more than ninety days from the date upon which the notice is first presented to the Alumni/ae Members. In order to be counted, a vote for or against the proposed amendment must be returned to the President by way of a secure voting method approved by the Board of Directors. The Board of Directors shall thereupon review the polls and announce the result. A proposed amendment subject to vote by the Alumni/ae Members as described in this paragraph will not become effective unless and until such proposed amendment is approved by a majority of the members voting.

Section 2. No amendment shall change the mission or the over-arching purposes of the Association.