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**PHILLIPS ACADEMY
THE ANDOVER-ABBOT ALUMNI ASSOCIATION**

CONSTITUTION and BYLAWS

PREAMBLE

In order to strengthen relations and facilitate the continuous and mutually beneficial exchange of ideas between Phillips Academy (the “Academy”) and alumni of Phillips Academy and Abbot Academy (“alumni”), the following alumni organization is created.

ARTICLE I

ANDOVER-ABBOT ALUMNI ASSOCIATION

SECTION 1. NAME

The name of this organization is the Andover-Abbot Alumni Association (the “Association”).

SECTION 2. PURPOSE

The Association seeks to advance the interests of the Academy by promoting open communication, understanding, and a close relationship between the Academy and the alumni and by ensuring that alumni resources—spiritual, intellectual, and material—will benefit the Academy to the greatest extent possible.

SECTION 3. MEMBERSHIP

A. Regular Members

Any individual who has been a member of a regular-session class (“Class”) at Phillips Academy or Abbot Academy for at least one marking period shall become a regular member of the Association once that Class has graduated.

B. Honorary Members

Honorary members of the Association shall consist of those who are not eligible for membership under paragraph A above, but who:

1. are past or present Trustees of Phillips Academy or past Trustees of Abbot Academy;
2. are past or present faculty members of Phillips Academy or past faculty members of Abbot Academy (they may become designated members of the class of their choice); or
3. are designated honorary members by a majority vote of the Council (as defined in Article II.1).

SECTION 4. MEETINGS

A. Annual Meeting

The annual meeting of the Association shall be held at Andover during reunions each year on such date and at such time as may be designated by the President (as defined in Article II.3.B) of the Council. Notwithstanding the foregoing, the President, subject to the approval of the Executive Committee (defined in Article II.3.B), may, in such officer's sole discretion, determine that the meeting shall not be held at such specified place, but may instead be held solely by means of remote communication in the manner authorized in Article II.7.D. At least thirty (30) days before the annual meeting, notice of the annual meeting shall be (i) published in *Andover* magazine (or any successor Academy publication) and posted on the Academy website or (ii) sent to all members of the Association.

B. Special Meetings

Special meetings of the Association may be called at any place, date, and time by (i) a majority of the voting members (as defined in Article II.4.A.1) of the Council, (ii) a majority of the voting members (as defined in Article II.6.A.1.) of the Executive Committee of the Council, or (iii) the President of the Council. Notwithstanding the foregoing, the President, subject to the approval of the Executive Committee (defined in Article II.3.B), may, in such officer's sole discretion, determine that the meeting shall not be held at such specified place, but may instead be held solely by means of remote communication in the manner authorized in Article II.7.D. At least fifteen (15) days before a special meeting, notice of the special meeting shall be posted on the Academy website and communicated via email to all members of the Association who have a valid email address on record.

C. Agenda

The President of the Council shall determine the agenda of all meetings of the Association other than those special meetings called pursuant to Section 4.B(i) or (ii) of this Article I. The agenda of special meetings called pursuant to Section 4.B(i) or (ii) shall be determined by those voting members of Council or those voting members of the Executive Committee, as applicable, calling such meeting. Such agenda shall be sent with the notice of the meeting.

D. Quorum

1. A quorum of the Association shall consist of all members of the Association attending any regular or special meeting.

2. Unless otherwise provided in this Constitution and Bylaws (the “Bylaws”), the vote of the majority of the voting members of the Association in attendance at a meeting shall be the act of the Association. Members of the Association not physically present at a meeting shall be deemed to be entitled to vote and to be in attendance at a meeting held by means of remote communication to the same extent as members of the Council would be under Article II.7.D.

ARTICLE II

ALUMNI COUNCIL

SECTION 1. NAME

The name of this body is the Alumni Council (the “Council”).

SECTION 2. PURPOSE

The Council shall govern the property and affairs of the Association, represent the entire Association, and fulfill the purposes of the Association. To this end, the Council shall:

- A. seek to enrich the lives of alumni by inspiring them to live the values of the Academy and to be a catalyst for lifetime engagement;
- B. help the Trustees and administration raise annual and capital funds for the Academy;
- C. promote beneficial relations, especially by serving as a liaison between alumni and the Academy and by strengthening connections among alumni; and
- D. work in partnership with the Office of Academy Resources and other Academy partners to establish, in alignment with the strategy and goals of its Academy partner, the mission and work product of the Council committees.

SECTION 3. OFFICERS

A. Officers of the Association

The officers of the Council shall be the officers of the Association.

B. Officers’ Terms and Appointments

The officers of the Council shall consist of a President, three (3) Vice Presidents, and such other officers as shall be appointed by the President, subject to the approval of the Executive Committee of the Council (the “Executive Committee”).

The President of the Council (the “President”) shall be appointed by the President of the Board of Trustees for a term of three (3) years as President. The then applicable term limit of a Council member appointed as President may be extended for up to three (3) years so that they may serve a full term as President. The President need not have served as a Vice President, but if a Vice President is named President, the term limit of that individual as a Council member may be extended for up to an additional three (3) years so that they may serve a full term as President.

The President, after consultation with the Office of Academy Resources and the President of the Board of Trustees, shall appoint the Vice Presidents of the Council (the “Vice Presidents”) and other officers of the Council for terms of three years each. The four (4) year term limit of a Council member appointed as Vice President may be extended for up to three (3) years.

C. President

The President shall preside at all meetings of the Association, Council, and Executive Committee; render an annual report to the Association; appoint and specify the duties and powers of other officers of the Council, subject to the approval of the Executive Committee; appoint the Co-Chairs of the Standing Committees and the leadership of the Ad-hoc and Association Committees, in all cases subject to approval by the Executive Committee; serve ex officio as an Alumni Trustee on the Board of Trustees; and perform additional functions described in these Bylaws.

D. Vice Presidents

If the President is absent from any meeting of the Association, the Council, or the Executive Committee, a Vice President shall preside; if more than one Vice President is present at such meeting, the Vice President most senior in Class year will preside. The Vice Presidents may also perform other functions as requested by the President from time to time.

E. Other Officers

The duties and powers of other officers shall be specified by the Executive Committee at the time of its approval of each such appointment.

F. Executive Secretary

The Director of Alumni Engagement shall serve as Executive Secretary of the Council. The Executive Secretary shall keep the records and minutes of meetings of the Association, Council, and Executive Committee; attend to correspondence; and send such notices of meetings—regular or special—and other notices, all as required herein or as requested by the President.

SECTION 4. MEMBERSHIP AND COMMITTEES

A. Qualifications

1. Except as set forth in paragraph C.4 of this Article II, all members of the Council shall be voting members. Voting members of the Council and of its committees shall be drawn from the regular members of the Association and shall represent a diversity of gender, age, ethnicity, geography, and profession. Nominees for the Council shall be recommended to the President by the Nominating Committee. The President shall appoint members of the Council from such nominees, subject to approval of the Executive Committee.
2. Voting members of the Council who do not fulfill their obligations shall be addressed appropriately by the Executive Committee.

B. Committee Membership

Each voting member of the Council (excluding the President, Vice Presidents, co-chairs of Association committees, and the Alumni Trustees) shall serve as a member of a standing committee except as otherwise permitted by the Executive Committee. The purposes and duties of each Standing Committee shall be established by the Executive Committee and described in a charter that shall be included in the Appendix to these Bylaws (the “Appendix”). The approval, removal, and/or amending of such descriptions and the creation or dissolution of any Standing Committee shall be at the discretion of the Executive Committee.

The seven (7) standing committees (each, a “Standing Committee”) are as follows:

1. Alumni Admission Representatives (AAR) Committee
2. Annual Giving Board (AGB)
3. Athletics Committee
4. Class Secretaries Committee
5. Equity and Inclusion (E&I) Committee
6. Non Sibi Committee
7. Regional Volunteers Committee (RVC)

C. Composition of the Council

1. Composition of Standing Committees.

Each Standing Committee shall have:

- a. Two (2) co-chairs of the committee (“Co-Chairs”) appointed by the President, will serve a two (2) year term, except as provided in subparagraph (i) below regarding the Annual Giving Board Co-Chairs. All voting members of Council are eligible to be Co-Chairs.
 - i. Each Co-Chair of the Annual Giving Board will be appointed, with a preference from voting members of Council, by the President of the Board of Trustees for a four (4) year term. The Council term of an individual may be extended for up to four (4) years beyond their original four (4) year term so that they may serve a full term as Co-Chair of the Annual Giving Board.
 - ii. Each Co-Chair of the Annual Giving Board shall serve, ex officio, as an Alumni Trustee on the Board of Trustees during their final two (2) years in office.
- b. At least eight (8) but not more than twenty (20) other voting members of the Council committee, all of whom will be appointed by the President (respecting each member’s preferences to the extent possible) in consultation with the Nominating Committee (described in Section 5.B. below) of the Council. All

Council members are eligible to be members of any standing committee, provided, however, that

- i. members of the Alumni Admission Representatives (AAR) Committee shall be current alumni admission representatives;
- ii. members of the Annual Giving Board (AGB) shall be current class agents or otherwise actively engaged in fundraising for the Academy;
- iii. members of the Class Secretaries Committee shall be current or former class secretaries; and
- iv. members of the Regional Volunteers Committee (RVC) shall be members of a Regional Leadership Team (RLT) in established locations or be involved with alumni presences in new locations.

2. Liaison with the Trustees

The voting members of the Council shall include the Alumni Trustees then serving on the Academy's Board of Trustees.

3. Ex Officio Members

The immediate past President of the Council shall be a voting member of the Council and the Executive Committee. Co-chairs of Association Committees shall be voting members of Council, and the Chair or senior Co-chair of Association Committees shall be a voting member of the Executive Committee.

4. Liaison with the Academy—Non-Voting Members.

The following shall be non-voting members of the Council:

- a. The Secretary of the Academy.
- b. The Director of Alumni Engagement, who will serve as Executive Secretary of the Council.
- c. Any other (i) current or former administrative officer of the Academy, or (ii) current or former member of the faculty of the Academy, or (iii) parent of a current or past student, all as designated by the President and the Executive Secretary of the Council.
- d. Non-voting members of the Council may attend committee meetings of their choice, with the consent of the co-chairs of the relevant committee.

D. Members' Terms of Office

1. With the exception of the terms of office of members appointed to fill a vacancy, the terms of all Council members shall begin on July 1. Each member shall serve for the term for which they are chosen and until their successor is elected or appointed.
2. No member of the Council shall be eligible for reappointment to the Council until the lapse of one (1) year, except as provided in Sections 3.B., 4.C.1.a.i., and 4.D.4. of this Article II.
3. Individuals filling a vacancy of less than half (1/2) a term shall be eligible for reappointment to a full term.
4. Except to the extent otherwise provided by the committee charter, the term of a member who is Chair or a Co-Chair of any committee may be extended by the President for up to two (2) years to ensure the continuity of the committee's work and an effective transition of committee leadership.

SECTION 5. GOVERNANCE, NOMINATING, ASSOCIATION, AND AD-HOC COMMITTEES

A. Governance Committee

1. Composition and Leadership
 - a. The Governance Committee shall consist of the President, the three (3) Vice Presidents, and at least two (2) other Council members, who will be appointed by the President.
 - b. The President shall appoint one of the Vice Presidents to chair the Governance Committee.
2. Responsibilities
 - a. The Governance Committee shall report to the Executive Committee and review the work of the Council on an ongoing basis.
 - b. Although the Governance Committee's specific duties shall depend on the Council's needs at a particular time, it shall focus on the following areas: roles and responsibilities, composition, knowledge, effectiveness, and leadership.

B. Nominating Committee

1. Composition and Leadership
 - a. The Nominating Committee shall consist of the three (3) Vice Presidents and at least three (3) other members of the Executive Committee as appointed by the President.

- b. The President shall appoint one of the Vice Presidents to chair the Nominating Committee.
2. Responsibilities
- a. The Nominating Committee, in consultation with the Executive Secretary of the Council and the Secretary of the Academy, shall prepare a slate of prospective members of the Council annually and prepare a slate of prospective Alumni Trustee candidates every other year.
 - b. The Nominating Committee shall also recommend individuals to fill vacancies for those Council positions described in Article II, Section 4.C.1.b above, as such vacancies occur.

C. Ad Hoc Committees

1. Composition and Leadership

- a. The President and the Executive Secretary of the Council, with the approval of the Executive Committee, may from time to time create and dissolve committees with specific objectives relevant to the Council but intended to be of short duration (each an “Ad Hoc Committee”). A charter for the committee, including the objective and membership requirements, shall be determined pursuant to paragraph 2.a below and presented for approval of the Executive Committee prior to the formation of the committee.
- b. The President, through consultation with the Office of Alumni Engagement, shall appoint the chair or co-chairs and the members of each Ad Hoc Committee.
- c. Those eligible for appointment to ad hoc committees includes not only Council members, but also other members of the Association with particular expertise or experience that will benefit the Ad Hoc Committee to which they are being appointed and as defined by the approved charter.

2. Responsibilities

- a. The duties of such committees shall be determined through consultation between the President and Executive Secretary of the Council. Ad hoc Committees may be used to undertake specific projects or address particular issues that the President and Executive Committee deem timely and significant.
- b. The duration of such committees is not to exceed three years.

- c. The charter of each Ad Hoc Committee shall be included in the Appendix.

D. Association Committees

1. Composition and Leadership

- a. The President and Executive Secretary of the Council, upon approval of the Executive Committee, may from time to time create and dissolve committees with ongoing objectives relevant to the Council but different in purpose or scope from the Standing Committee model (each an “Association Committee”). A charter for any Association Committee, including the objective, membership requirements, duties, duration, terms of officers and other components specific to the work of the committee, including but not limited to meetings that are to be held outside of Council weekends, shall be presented to the Executive Committee for approval prior to the formation of the committee.
- b. The President, through consultation with the Executive Secretary of the Council and the approval of the Executive Committee, shall appoint either two (2) co-chairs or a chair and vice chair of each Association Committee. The chairs of such committees shall be voting members of the Council, and the Chair or senior Co-Chair will be a voting member of the Executive Committee.
- c. The President, through consultation with the Executive Secretary of the Council, shall appoint the members of each Association Committee.
- d. Those eligible for appointment to Association Committees include not only Council members, but also other members of the Association with particular expertise or experience that will benefit the Association Committee to which they are being appointed, all as defined by the approved charter.
- e. Members of such committees will serve a term of up to four (4) years.

2. Responsibilities

- a. The charter of each Association Committee shall be reaffirmed by the Executive Committee every three years. At that time, the Executive Committee may consider transitioning the committee to a standing committee, dissolving the committee, or maintaining the Association Committee status.
- b. The charter of each Association Committee shall be included in the Appendix.

SECTION 6. THE EXECUTIVE COMMITTEE

The Executive Committee of the Council shall exercise all the powers of the Council between meetings of the Council, except the power to amend, alter, or repeal any section of the Bylaws apart from any charter included in the Appendix.

The Executive Committee shall appoint members of the Council after consideration of the recommendations of the Nominating Committee; approve the Co-Chairs of Standing Committees and the leadership of any Association Committees; approve the slate of nominees for elected Alumni Trustees after consideration of the recommendations of the Nominating Committee; approve, remove, or amend committee descriptions included in the Appendix of these Bylaws; and perform such other duties as needed to fulfill the purposes of the Council, all as provided in these Bylaws.

A. Composition of the Executive Committee

1. The voting members of the Executive Committee shall consist of:
 - a. The President;
 - b. Three (3) Vice Presidents;
 - c. Two (2) Co-Chairs representing each of Standing Committee;
 - d. The chair or senior Co-Chair of each Association Committee;
 - e. Four (4) elected Alumni Trustees;
 - f. The immediate past President of the Council; and
 - g. Up to three (3) other members of the Council, appointed by the President.

2. The non-voting members of the Executive Committee shall consist of:
 - a. The Director of Alumni Engagement, who serves as Executive Secretary of the Council; and

 - b. The Secretary of the Academy,such that the Executive Committee will have a total of two (2) non-voting members.

3. Members of the Executive Committee may participate in a meeting of the Executive Committee by means of conference telephone or other communications equipment, so long as all persons participating in the meeting can hear one another. Participation in a meeting pursuant to this subsection shall constitute attendance at the meeting.

4. Unless otherwise provided in these Bylaws, the vote of the majority of the voting members of the Executive Committee in attendance at a meeting at which a quorum is present shall be the act of the Executive Committee.

B. Meetings

1. The Executive Committee shall meet in the fall, winter, and spring of each year, the time and place of each meeting to be determined by the President.

2. Additional meetings may be called by the President or by any three (3) members of the Executive Committee. Notice of any additional meeting shall be sent to all Executive Committee members at least one (1) week before the meeting.

C. Agenda

The President shall determine the agenda of all meetings of the Executive Committee other than those called by other members of the Executive Committee pursuant to Section 6.B.2 of this Article II. The agenda of any meeting of the Executive Committee called by other members of the Executive Committee shall be determined by such other members. Such agenda shall be sent with the notice of the meeting at least one (1) week before such meeting.

D. Quorum

A quorum of the Executive Committee shall be one-third (1/3) of its voting members.

SECTION 7. COUNCIL MEETINGS

A. Regular Meetings

1. The Council shall hold at least one (1) meeting during each school year.
2. The place, date, and time of any regular meeting shall be chosen by the President and approved by the Executive Committee. The President, subject to the approval of the Executive Committee, may, in such officer's sole discretion, determine that the meeting shall not be held at any place, but may instead be held solely by means of remote communication as authorized by paragraph D. of this Section 7.
3. Unless otherwise provided in these Bylaws, the vote of the majority of the voting members of the Alumni Council in attendance at a meeting at which a quorum is present shall be the act of the Alumni Council.

B. Special Meetings

Special meetings may be called at any place or time by (i) the President, (ii) a majority of the voting members of the Executive Committee, or (iii) petition to the President of any twenty-five (25) voting members of the Council. Notwithstanding the foregoing, the President, subject to the approval of the Executive Committee, may, in such officer's sole discretion, determine that the meeting shall not be held at such specified place, but may instead be held solely by means of remote communication as authorized by paragraph D. of this Section 7. The Executive Secretary shall send notice of any special meeting to all Council members at least thirty (30) days before the meeting.

C. Agenda and Notice

The President of the Council shall determine the agenda of all meetings of the Council other than those special meetings called pursuant to Section 7.B(ii) or (iii) of this Article II. The agenda of special meetings called pursuant to Section 7.B(ii) or (iii) shall be determined by those voting members of Council or those voting members of the Executive Committee, as applicable, calling such meeting. Such agenda shall be sent with the notice of the meeting at least one (1) week before such meeting.

D. Quorum

A quorum of the Council shall be one-third (1/3) of its voting members. If authorized by the Executive Committee—and subject to such guidelines and procedures as the Executive Committee may adopt—voting members of the Council not physically present at a meeting of the Council shall be entitled, by means of remote communication, to: (i) participate in a meeting of the Council, and (ii) be deemed to be in attendance and, if a vote is to be held, vote at a meeting of the Council, whether such meeting is to be held at a designated place or solely by means of remote communication, provided that (a) the Executive Committee shall implement reasonable measures to verify that each person deemed in attendance is a voting member of the Council and, if a vote is to be held, is permitted to vote at the meeting by means of remote communication, (b) the Executive Committee shall implement reasonable measures to provide such voting members a reasonable opportunity to participate in the meeting and to vote on all matters submitted (if applicable) to the voting members, including an opportunity to read or hear the proceedings of the meeting substantially concurrently with such proceedings, and (c) if any voting member votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Council.

SECTION 8. RESIGNATIONS

Any officer or voting member of the Council, or any non-voting member of the Council appointed under Article II, Section 4.C.4.c. above, may resign from the Council by giving written notice to the Executive Secretary. Such resignation shall take effect upon acceptance by the President.

SECTION 9. VACANCIES

Vacancies shall be filled by the nominating or appointing procedures stipulated herein.

ARTICLE III

ALUMNI TRUSTEES

SECTION 1. GOVERNANCE

In accordance with Article V, Section 9 of the bylaws of Trustees of Phillips Academy (the “Trustees Bylaws”), the Alumni Association shall have the right to select a set number of Alumni Trustees as established by the Board of Trustees. The method of selection and terms of office of such Alumni Trustees shall be determined by the Board of Trustees in consultation with the Alumni Association. The selection and process as outlined in these Bylaws shall be governed by and may be superseded by the Board of Trustees and updated from time to time as necessary. In the event of any conflict between this Article III and the Trustees Bylaws, the Trustees Bylaws shall control.

SECTION 2. SELECTION

A. Roles

The President of the Council, the senior Co-Chair of the Annual Giving Board, and four (4) Alumni Trustees who have been elected from among the regular members of the Association shall serve as Alumni Trustees as provided in this Article III.

B. Nomination and Election

1. Four (4) Alumni Trustees shall be elected by the regular members of the Association, each for a term of four (4) years, staggered such that two terms expire every other year (the “Elected Alumni Trustees”).
2. The Executive Committee of the Council shall nominate four (4) alumni every other year to stand for election to succeed the two (2) Elected Alumni Trustees whose terms will be expiring on June 30 of such year.
3. Up to two (2) additional such alumni in any election cycle may be nominated by means of a Petition.
 - a. Eligible alumni who seek nomination by Petition shall submit a written and mailed or emailed statement that is received by the Secretary of the Academy no later than the May 15 preceding commencement of the Petition Period. Upon receipt of the written statement, an official document for signature collection shall be provided (the “Petition”).
 - b. The Petition period commences on June 1 of the year preceding the Alumni Trustee Election and ends at 11:59 pm EDT on October 1 of such year (the “Petition Period”). No Petition shall be effective unless (i) containing the signatures of a minimum of one thousand (1,000) regular members of the Association and (ii) received by the Executive Secretary during the Petition Period (each Petition satisfying the foregoing requirements being an “Effective Petition”). In addition to providing the official document for signature collection referred to in paragraph a. of this Section 3, the Executive Secretary shall ensure that for the duration of any Petition Period there is an electronic means by which each regular member of the Association can indicate such individual’s endorsement of the Petition other than through manual signature on such official document. Any such electronic endorsement shall have the same effect as a manual signature for purposes of satisfying clause (i) of the second preceding sentence.
 - c. In the event more than two candidates are seeking nomination by Petition during any election cycle, such nominations shall be limited to the first two candidates to achieve an Effective Petition.
4. The Nominating Committee shall select Elected Alumni Trustee nominees from among current and former members of the Council and other alumni (a) who have effectively served the best interests of the Academy and the Association in one or more manners set forth above in Article II, Section 2, and (b) who fulfill other criteria and requirements established by the Nominating Committee. Notwithstanding the foregoing, no current member of the Council’s Executive Committee may be nominated to serve as an elected Alumni Trustee.

5. The Nominating Committee shall make its recommendations to the Executive Committee, which will then consult with the President of the Board of Trustees. The President of the Board of Trustees shall be responsible for inviting each Elected Alumni Trustee nominee to stand for election.
6. Notice of this Article III, Section 2.B. shall be published every other year in the autumn issue of *Andover* magazine (or any successor Academy publication).
7. Notice of this Article III, Section 2.B. shall be distributed via email to all alumni with a valid email address on record at least (15) days in advance of the election launching.
8. The Executive Committee shall have the power to fill any vacancy occurring among the Alumni Trustees after consultation with the President of the Board of Trustees.
9. No individual employed by the Academy may serve as an Alumni Trustee while so employed.

SECTION 3. TERMS OF OFFICE

- A. The term of office for each Alumni Trustee shall be four (4) years, with the exception of the Co-Chair of the Annual Giving Board, who shall serve a two (2) year term as Alumni Trustee; the President of the Council, who shall serve a three (3) year term as Alumni Trustee; and any Alumni Trustee who has been appointed under Article III, Section 2.B.8. above, in which case the term shall be that period remaining prior to expiration of the term in which the vacancy occurred.
- B. No Elected Alumni Trustee who has served four (4) consecutive years as an Elected Alumni Trustee may again serve as an Elected Alumni Trustee until the lapse of one (1) year.
- C. The term of office of any Alumni Trustee shall begin July 1, unless such Alumni Trustee has been appointed under Article III, Section 2.B.8. above to fill an unexpired term.
- D. Each Alumni Trustee shall serve for the term for which they are chosen and until their successor is elected or appointed.

SECTION 4. RESIGNATIONS

An elected Alumni Trustee may resign at any time by written resignation addressed and delivered to the President of the Board of Trustees. Such resignation shall be effective as of the date delivered or as otherwise stated therein.

ARTICLE IV

GENERAL PROVISIONS

SECTION 1. NOTICE AND PUBLICATION

Unless otherwise specified above, any notice requirement under these Bylaws may be fulfilled by delivery to either (i) a valid postal address or (ii) a valid email address. If the sender is informed that both methods of delivery have failed, notice will be re-sent to an alternative postal or email address, if available, within five (5) days of notice of delivery failure. In addition, notice of meetings as required by these Bylaws shall be posted on the Academy website, with a link to such notice added to the main alumni web page at the same time as notice is provided.

SECTION 2. GUESTS

The President may invite guests to any regular or special meeting of the Association, the Council, or the Executive Committee.

SECTION 3. AMENDMENTS

The Constitution and Bylaws of the Association may be amended. Such amendments will take effect upon a two-thirds (2/3) vote of the voting members present at any regular or special meeting of the Council, provided that (a) a quorum is present and (b) a copy of the proposed revisions or amendments and the notice of the meeting was sent to all voting members of the Council at least fifteen (15) days before the meeting and also to the Secretary of the Academy and the Executive Secretary of the Council in their role as liaisons to the Council.

SECTION 4. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* (latest Revised Edition) will govern the Association and the Council in all applicable cases in which they are not inconsistent with these Bylaws or with any special rules of order the Association or Council may adopt.

SECTION 5. FISCAL YEAR

The fiscal year of the Association and of the Council shall start on July 1 and end on June 30.

SECTION 6. DISSOLUTION

In the event of dissolution, the residual assets of the Association shall be turned over to the Board of Trustees of the Academy.

APPENDIX

COMMITTEE CHARTERS

SECTION 1. STANDING COMMITTEES

A. Alumni Admission Representatives (AAR) Committee

1. Mission: The Alumni Admission Representatives Committee provides for the mutual exchange of information between alumni admissions representatives (AARs) and Phillips Academy's Office of Admission. It is generally responsible for advising the admission office on issues concerning alumni admission representatives and reporting to the Alumni

Council on issues of importance to the admission office. Focused on enhancing and preserving the efficacy and integrity of the AAR program, members of the AAR committee promote the recruitment of new AARs, demonstrate and uphold AAR interviewing best practices, provide guidance and support to other AARs, and serve as regional leaders and points of contact for local AARs and prospective families.

B. Annual Giving Board (AGB)

1. Mission: The Annual Giving Board is a valuable sounding board for the Office of Academy Resources for fundraising policies and strategies. Its mission is threefold:
 - i. broaden the base of alumni advice and support to ensure a more successful annual class and reunion giving campaign;
 - ii. educate AGB members and provide them an opportunity to influence the outcome of the annual fundraising program at Andover; and
 - iii. advise the Annual Giving team in areas of solicitation strategy and implementation and in the recruitment and involvement of volunteers.

C. Athletics Committee

1. Mission: In recognition of the central role of athletics at all levels in the experience of Andover students, the Athletics Committee in collaboration with the Athletics Department, is responsible for highlighting the athletic, service, professional, and personal achievements of Andover and Abbot alumni. The Committee meets throughout the year to identify, evaluate, and select individuals and teams for induction into the Andover Athletic Hall of Honor.

D. Class Secretaries Committee

1. Mission: The Class Secretaries Committee builds and reinforces mutually supportive relationships among class secretaries and between them and the school. The Committee helps class secretaries foster lasting relationships between and among classmates, maintain communications and cohesion within their classes, and perpetuate class members' ties with the school. It provides guidance to incoming class secretaries, serves

as a primary link among all class secretaries, and represents their common interests to school administrators and staff. It also explores and encourages the use of new technology to improve alumni communications. The Committee demonstrates the purposeful role that class secretaries and class notes can play as catalysts for engagement and inclusion. Members are current or former class secretaries.

F. Equity and Inclusion (E&I) Committee

1. Mission: The Equity and Inclusion Committee partners with the Office of Academy Resources in serving as a catalyst for lifetime engagement of alumni from every quarter. The E&I committee works to foster an alumni community in which all members feel included, empowered, and engaged—regardless of their expression of identity. This committee endeavors to plan and execute programming that demonstrates the values of an equitable, inclusive, and just community off “the Hill.”

G. Non Sibi Committee

1. Mission: *Non sibi*, “not for self,” originated as the motto of Phillips Academy in 1782 when the words were cast by Paul Revere as part of the school’s seal. Today, as then, the words speak to the school’s mission to educate students in a way that combines knowledge and goodness and inspires them to serve and lead on behalf of others. The committee's cornerstone initiatives are Non Sibi 365 and Non Sibi Month in April. We concentrate on outreach, planning, and organizing efforts globally throughout the year.

Non Sibi projects aim to inspire a lifelong commitment to community engagement through service and learning. The committee is dedicated to its mission of fostering ongoing expressions of the *non sibi* spirit throughout the year.

H. Regional Volunteers Committee (RVC)

1. Mission: The Regional Volunteers Committee (RVC) fosters opportunities for members of the Andover community to engage with the Academy and one another where they live, work, and play. The RVC guides and supports regional volunteers in building and strengthening connections among students, parents, and alumni in their regions.

SECTION 2. AD HOC COMMITTEES

SECTION 3. ASSOCIATION COMMITTEES

A. Abbot@Andover; established in 2015

1. Mission: One of the first educational institutions in New England founded for girls and women, Abbot Academy opened its doors to seventy (70) students on May 6, 1829 and flourished until Abbot Academy and Phillips Academy merged on June 28, 1973. As an ad hoc committee of the Alumni Council, Abbot@Andover celebrates and facilitates interaction among Abbot alumnae and perpetuates Abbot’s spirit within the Andover

community. Committee objectives: IDENTIFY Academy Commitment. ENHANCE Communication. INSPIRE Connectivity.

2. Membership: Members of the Alumni Council and other members of the Andover-Abbot Alumni Association. Committee member terms are up to four (4) years. The term of a committee member transitioning to the Co-Chair role may be extended up to four (4) years to assure leadership continuity and stability. This decision will be directed by the President of the Alumni Council and the Executive Secretary of the Council.
3. Leadership: The Alumni Council President, through consultation with the Office of Alumni Engagement and the approval of the Executive Committee, will appoint the Co-Chairs of the Abbot@Andover Committee. The Co-Chairs of such committees will have Alumni Council voting rights, and the senior Co-Chair will be a voting member of the Executive Committee.
4. On-campus meetings: Whenever possible, Abbot@Andover will meet during Alumni Council weekends. Abbot@Andover committee members will be encouraged to participate in Council events.

B. Af-Lat-Am Alumni, established in 2018

1. Mission: Its mission is threefold:
 - a. To connect Af-Lat-Am alumni to each other and the Andover community at large through a variety of social, cultural, educational, and professional programs and activities
 - b. To promote broad-based Af-Lat-Am alumni engagement and participation in the life and support of the Academy
 - c. To facilitate opportunities for Af-Lat-Am and other alumni to live the values of the Academy for the benefit of Andover, our communities, and the world.
2. Membership: Members of the Alumni Council and other members of the Andover-Abbot Alumni Association. Committee member terms are up to four (4) years. The term of a committee member transitioning to the Co-Chair role may be extended up to four (4) years to assure leadership continuity and stability. This decision will be directed by the President of the Alumni Council and the Executive Secretary of the Council.
3. Leadership: The Alumni Council President, through consultation with the Office of Alumni Engagement and the approval of the Executive Committee, will appoint the Co-Chairs of the Af-Lat-Am Alumni committee. The Co-Chairs of such committees will have Alumni Council voting rights, and the senior Co-Chair will be a voting member of the Executive Committee.
4. On-campus meetings: Whenever possible, the Af-Lat-Am Alumni committee will meet on campus during Alumni Council weekends. Af-Lat-Am committee members will be encouraged to participate in Council events.

C. Andover Alumni Award of Distinction

1. **Mission:** The Andover Alumni Award of Distinction Committee is responsible for ensuring the group stays true to its purpose statement and selects the most deserving recipients for the award. The Andover Alumni Award of Distinction is presented by the Alumni Council to recognize distinguished alumni and alumnae chosen from more than 20,000 living alumni/ae around the globe. The award recognizes and honors alumni/ae of Phillips Academy and Abbot Academy who have served with distinction in their fields of endeavor. The recipients' accomplishments and contributions shall have embodied the values of Phillips Academy and Abbot Academy and shall have had a significant positive impact on their communities, society, or the world.
2. **Membership:** Members of the Alumni Council and other members of the Andover-Abbot Alumni Association. Committee member terms are up to four (4) years. The term of a committee member transitioning to the Vice Chair position may have their term extended up to four (4) years to allow for them to serve in the Vice Chair and then Chair positions.
3. **Leadership:** The Alumni Council President, through consultation with the Office of Alumni Engagement and the approval of the Executive Committee, will appoint the Vice Chair of the Andover Alumni Award of Distinction committee. The Vice Chair will serve a two (2) year term before transitioning to the Chair position. The Chair and Vice Chair will have Alumni Council voting rights, and the Chair will be a voting member of the Executive Committee.
4. **On-campus meetings:** On-campus meetings will be dependent on the date(s) selected to honor the recipients of the award. This may or may not align with Alumni Council weekend.

D. Andover and the Military. established in 2011

1. **Mission:** The Andover and the Military Committee (AATM) is an Association Committee of Andover Alumni Council that recognizes and represents Abbot and Andover alumni who have served, or are serving, in the Armed Forces of the United States of America or their country of residence in order to connect them with the broader Andover community. The Committee operates in full partnership with the Academy and with a designated liaison from the Office of Alumni Engagement (OAE).
 - a. **Committee Objectives:**
 - To recognize alumni who have served in the US military or are veterans of another nation's armed forces.
 - To promote learning and stimulate discussions among students, alumni, faculty, staff, and friends of the Academy regarding Andover's rich military history, and to engage interested alumni.
 - To advise on campus military memorials as invited.
 - To engage veteran and active duty engagement on- and off-campus.
 - To partner with the Academy in the accessibility of its programs to military families.

2. Membership: Members of the Alumni Council and other members of the Andover-Abbot Alumni Association. Committee member terms are up to four (4) years. A committee member transitioning to the Vice Chair position may have their term extended up to four (4) years to allow them to serve in the Vice Chair and then Chair positions. This decision will be directed by the President of the Alumni Council and the Executive Secretary of the Council.
3. Leadership: The Alumni Council President, through consultation with the Office of Alumni Engagement and the approval of the Executive Committee, will appoint the Vice Chair of the Andover and the Military committee. The Vice Chair will serve a two (2) year term before transitioning to the Chair position. The Chair and Vice Chair will have Alumni Council voting rights, and the Chair will be a voting member of the Executive Committee.
4. On-campus meetings: Andover and the Military committee meeting dates will align with programming specific to the committee as on-campus scheduling allows.