

Dep

Charter of the Bennington College Corporation

(Issued August 19, 1925, and amended June 14, 1941, April 23, 1949, and April 28, 1962)

We, the subscribers, hereby associate ourselves as a corporation under the laws of the State of Vermont, under the name BENNINGTON COLLEGE CORPORATION for the purpose of establishing and maintaining at Bennington in the County of Bennington and State of Vermont an institution of learning for higher education, with power and authority to acquire by gift, grant, bequest or otherwise, and hold property, real and personal, and convey the same; receive, hold, manage and administer gifts and bequests in trust for the purposes of the Corporation; prescribe requirements for admission, graduation and courses of study; confer degrees, diplomas and honors; employ such persons as in the judgment of the trustees may be necessary or requisite for carrying on the purposes of the Corporation; fix student fees for all purposes and do and perform any and all other acts and functions for the proper conduct and administration of an institution for the advancement of science and learning.

The direction and management of the affairs of the Corporation shall be vested in a Board of Trustees of not less than fifteen nor more than thirty-five members. The number of members, between such limits, shall be determined from time to time by the Board of Trustees. The members of the Board of Trustees shall elect successors to Trustees whose terms expire, each for a period of seven years, and shall fill vacancies for unexpired terms. If the Board of Trustees determines to increase the number of Trustees within the limits above mentioned, new members shall be elected by the members of the Board of Trustees then in office, for such terms as may be determined by them, but not to exceed seven years. If the Board determines to decrease the number of Trustees, within the limits above mentioned, this shall not have the effect of curtailing the term of office of any Trustee then in office, but shall be accomplished by a determination of the members of the Board of Trustees then in office not to elect successors to such Trustees whose terms expire as they may determine.

The incorporators shall cease to be members of the Corporation after they have chosen said Board of Trustees. Thereafter the trustees, while in office, shall be members of the Corporation.

The principal office of the Corporation shall be at Bennington aforesaid.

The Corporation shall have no capital stock and is not organized for profit.

Dated at Bennington, Vt., this 15th day of April 1925

(Signed)

James C. Colgate	of Bennington, Vermont
Vincent Ravi Booth	" Bennington, Vermont
Eliza H. McCullough	" North Bennington, Vermont
William H. Kilpatrick	" New York City
Wilson M. Powell	" New York City
Elizabeth J. Franklin	" New York City
Hall Park McCullough	" North Bennington, Vermont
Charles Hiland Hall	" Springfield, Massachusetts
Edward H. Holden	" Bennington, Vermont
Philip B. Jennings	" Old Bennington, Vermont
Robert M. Parmalee	" Bennington, Vermont
Fred C. Martin	" Bennington, Vermont
Frank E. Howe	" Bennington, Vermont
Collins M. Graves	" Bennington, Vermont
A. S. Payne	" North Bennington, Vermont
Edward D. Welling	" North Bennington, Vermont
Hazel M. Wills	" Bennington, Vermont
Walter H. Berry	" Bennington, Vermont
Robert E. Healy	" Bennington, Vermont
Orion M. Barber	" Bennington, Vermont
Morton D. Hull	" Chicago, Illinois
Helen Parmalee Shoemaker	" Bennington, Vermont

By-Laws of the Bennington College Corporation

(Adopted August 19, 1925 and revised October 3, 1948)

Section 1. The object of this Corporation shall be to carry out the purposes thereof as set forth in its Articles of Association in such ways and manner as may from time to time be legally adopted.

Section 2. The annual meeting of the Corporation shall be held at such time and upon such notice as the Trustees of this Corporation may hereafter determine.

Section 3. Eight members of the trustees shall constitute a quorum for the transaction of business and the election of officers. A less number may meet and adjourn.

Section 4. A special meeting of the Corporation shall be called upon such order and upon such notice as the trustees hereof may hereafter determine.

Section 5. The Board of Trustees shall, at such time following their election as they may hereafter determine, elect from their own number a president and vice-president, and also a treasurer and clerk who need not be trustees. These officers shall hold office until the next annual meeting or until their successors are chosen. Their duties shall be such as are prescribed by these by-laws, by law and custom and by such regulations as the trustees may adopt.

Section 6. A corporate seal shall be such seal as is adopted by the trustees.

Section 7. These by-laws may be amended at any meeting of the trustees provided notice of said amendment is given in the call for the meeting.

Section 8. Members of the Board of Trustees who have served a seven-year term, save in exceptional cases, shall not be considered for reelection without an interval of at least a year.