

ST. PAUL HIGH SCHOOL ALUMNI ASSOCIATION, INC.

BY-LAWS

ARTICLE I

Name

The name of the organization shall be St. Paul High School Alumni Association, Inc., (hereafter referred to as “the Corporation”).

ARTICLE II

A. Goals

1. To preserve the history and traditions of St. Paul High School.
2. To establish and maintain a fund for the development of an Alumni Scholarship Endowment.
3. To provide a forum for ideas to be developed that would stimulate alumni support for the St. Paul Schools.
4. To provide a base for an “alumni voice” to be expressed when appropriate.
5. To encourage the entire community to exercise their options provided by law to work together for the mutual benefit of St. Paul Schools.

B. Objectives

1. To provide leadership and assistance in future class reunions.
2. To seek and become eligible for funding from all available sources to support the Alumni Scholarship Endowment.
3. To develop and adopt a Mission Statement.
4. To prepare an annual progress report and review/modify the Mission Statement.

ARTICLE III

Membership

1. All persons who attended St. Paul High School are members of the St. Paul High School Alumni Association, Inc. with voting rights and the right to hold office. Each member and friend of the school are encouraged to make an annual contribution to the scholarship endowment fund. All donations will go to the endowment fund unless otherwise specified.* **(Amended 06/12/04 by board consensus)**

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2. A member shall be considered in good standing unless the member resigns.* **(Amended 06/12/04 by board consensus)**

ARTICLE IV

A. Board of Directors

1. The Board of Directors shall be the governing body of the Corporation.
2. There will be a 15 member executive board who are chosen every five (5) years and duly elected by ballot of the voting membership. This number may amended in case of a tie vote during an election.* (Amended 10/14/13 by board consensus)
3. The Board of Directors may serve for more than one (1) term.

B. Officers

1. The officers shall be the Chair, Vice Chair, Secretary and Treasurer.
2. The duties of the Chair shall be:
 - a. to preside at regular and special meetings of the Corporation membership;
 - b. to guide the program of the corporation;
 - c. to appoint the chairs and members of the Corporation committees;
 - d. to serve as an ex-officio member of all committees; and
 - e. to select a nominating committee whose responsibility is to present a slate of 30 candidates for the Board of Directors.
3. The duties of the Vice Chair shall be:
 - a. to assume the duties of the Chair in the Chair's absence or upon request; and
 - b. to serve as chair of the membership committee.
4. The duties of the Secretary shall be: ***(Amended 04/08/2013 by board consensus)**
 - a. to keep a record of all meeting of the Corporation and membership;
 - b. to notify the membership of meetings; and
 - c. to maintain a current listing of members.
 - d. to handle official correspondence of the Corporation when requested by the officers or membership;
 - e. to send notices and publicity to media outlets; and
 - f. to serve as chair of the gift committee.
5. The duties of the Treasurer shall be:

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- a. to deposit all monies in a timely, accurate and appropriate manner;
 - b. to expend money in accordance with the budget approved by the membership, or as authorized by the Corporation;
 - c. to keep accurate and up-to-date bookkeeping and accounting records of all receipts and disbursements;
 - d. to render financial statements at membership meetings or as needed;
 - e. to submit the records of the Corporation's finances to an independent auditor when authorized by the membership;
 - f. to prepare and send to the appropriate federal, state and local tax authorities any form or correspondence the Corporation is required to file;
 - g. to assist in the preparation of the annual budget; and
 - h. to serve as a permanent member of the gift committee.
6. Any officer may be removed from office for cause or by a two- thirds vote of the membership. ***(Amended 02/21/02 by board consensus)**
7. Officers terms shall be for **five (5) years**. Officers may serve for more than one term. **(Amended 10/14/2013 by Board Consensus)**

C. Nomination and Election of Board of Directors and Officers

1. The election of the executive committee shall take place at the first quarterly meeting of the new board and shall serve for **five (5) years**. **(Amended 10/14/2013 by Board Consensus)**
2. The chair shall appoint the committee who will present a slate of candidates for the Board of Directors.
3. The committee will present a slate of 30 nominees to be voted on by the voting membership in April of the year of the general meeting. **(Amended 10/14/2013 by Board Consensus)**

ARTICLE V

Meetings

1. Membership:
 - a. A general membership meeting shall be held every five (5) years at the general election of the Board of Directors. **(Amended 10/14/2013 by board consensus)**

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- b. Board of Director meetings shall be held at least **twice each calendar year**, at the request of the members, at the request of the Executive Committee, or at the request of the Chair. **The meetings shall be held the second Monday of April and October. (Amended 10/14/2013 by board consensus)**
 - c. A quorum for the transaction of business for the Board of Directors shall be a majority of the 15 member board.* **(See ARTICLE IV, b amendment)** A quorum shall be defined as a two- thirds majority of the Board of Directors for the transaction of business.* **(Amended 02/21/02 by board consensus)**
 - d. The Secretary shall notify the membership of the time and place of any meeting in advance of the meeting.
2. Standing Committees:
- a. Alumni Committee (duties to be specified)* **(Amended from Membership Committee 06/12/2004 by board consensus)**
 - b. Scholarship Committee/Fundraising Committee (duties to be specified)* **(Amended to combined committees 06/12/2004 by board consensus)**
 - c. Gift Committee (duties to be specified)
 - d. Nominating Committee (duties to be specified)
 - e. Reunion Committee (duties to be specified)
 - f. Finance Committee (duties to be specified)* **(Amended to additional committee 06/12/2004 by board consensus)**
3. Executive Committee:
- a. The Executive Committee shall be the Chair, Vice Chair, Secretary and Treasurer.
 - b. A quorum for the transaction of business shall equal a minimum of 3 members of the Executive Committee.
 - c. The Secretary shall notify the Executive Committee members and the Board of Directors of the Corporation of the time and place of Executive Meetings in

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advance.

- d. The executive Committee shall have only those powers that are granted by the Board of Directors as set forth in the By-Laws of the Corporation .
4. Voting:
 - a. The Board of Directors and the Executive Committee shall be governed in all meetings that achieve a quorum by the majority vote of the members present.
 - b. When invoked by the Chair, or by a majority vote of the members present, the membership shall be governed by consensus. Consensus shall mean that all members present will support the proposed action.
 5. Unless voted otherwise by a majority of members present, the meetings of the Corporation shall follow *Roberts Rules of Order*.

ARTICLE VI

Staff

The corporation is totally composed of volunteers who will operate under general policy guidance of the Corporation and who will receive no reimbursement for their services.

ARTICLE VII

A. Finances

1. Funds for the operation of the Corporation may be obtained through the following:
 - a. Gifts & Memorials* (**Amended 06/12/04 by board consensus**)
 - b. Contributions
 - c. Other sources approved by the Corporation membership.
2. The fiscal year of the Corporation shall be from July 1 of each year to June 30 of the next calendar year.
3. Funds may be expended in accordance with the approved budget or as authorized by the Board of Directors, with checks being signed by at least two members of the Executive Committee to be named.

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4. The Corporation may designate a fiscal agent at the request of the membership.

B. Endowment

1. The Alumni Scholarship Endowment is to be arranged as follows:
 - a. Gifts and other support for the endowment may be deposited by the treasurer in an interest bearing bank account.
 - b. Once the endowment reaches \$10,000, an award in the amount of the interest earned may be presented each year to a deserving senior of St. Paul High School under the guidelines of the Scholarship Committee.
 - c. After each award is established, new contributions are to be deposited toward the development of additional annual rewards.

ARTICLE VIII

Amendments

The By-Laws may be amended by a two-thirds majority vote of the board members at a regular meeting of the Board of Directors, provided that notice thereof has been given with the call of the meeting. ***(Amended 02/21/02 by board consensus)**

ARTICLE IX

Dissolution

1. The Corporation may be dissolved by a two-thirds vote of the voting members present at a regular meeting of the Corporation, provided that notice thereof has been given with the call of the meeting.
2. In the event of dissolution, liquidation, or termination of the organization, the Board of Directors shall be responsible for determining how the total net assets of the organization shall be distributed, shall be exclusively for the purpose of the organization as set forth in Article II of the By-Laws.

Date

Chair