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**CONSTITUTION AND BY-LAWS  
OF THE  
INDEPENDENCE HIGH SCHOOL ALUMNI ASSOCIATION**

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December 11, 2006

**Article I – Name and Location**

This organization shall be known as the Independence High School Alumni Association hereinafter referred to as the Association. The main location of the Association is at the Independence High School with the address, IHS Alumni Association, 6001 Archwood Road, Independence, Ohio 44131-4965.

**Article II – Purpose**

The purpose of this organization shall be to assist its members in continuing high school friendships and interests and encourage within its membership a sense of civic duty to include mentoring, communications and/or programs and in so doing, sustain and promote the sentiment of education in the community of Independence, Ohio. The purposes for which the Association is organized are exclusively charitable and educational within the meaning of section 501(C) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. As a charitable and educational organization, the Association will not promote, take part or take a position in any political or administration issues within the Independence school district.

**Article III – Membership and Dues**

- Section 1: Membership in the Association shall be graduates of Independence High School.
- Section 2: Each member, whose dues are up to date, shall be entitled to one vote.
- Section 3: Each member of the Association shall pay annual dues as determined by the Executive Board.
- Section 4: Only members of the Association or persons as determined by the Executive Board shall be eligible to participate in the business meetings or to serve in any of its elective or appointive positions.
- Section 5: Annual dues run from June 1<sup>st</sup> through May 31<sup>st</sup> of the following year.
- Section 6: Membership and/or mailing lists are not to be released to any outside interests with the exception of a publishing company to publish an alumni directory.

Section 7: Membership and/or mailing lists are strictly for the use of the association and its members and shall not be used or released by any other member for any purpose other than defined in Article II. Any violations will be legally pursued.

Section 8: The current mailing list shall be comprised of:

- a. Alumni members
- b. Any current teacher, administrator and/or school board member that have consented to be on the associations mailing list
- c. Any past teacher, administrator and/or school board member that have consented to be on the associations mailing list
- d. Any other person or persons determined by the Executive Board

### **Article IV – Officers and Their Elections**

Section 1: All officers of the Association shall be dues paying members.

Section 2: Officers and their elections:

- a. The officers of the Association shall consist of a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, and a Treasurer.
- b. Officers shall be elected by ballot annually at the Annual Meeting. However, if there is but one nominee for any elective position, it shall be in order to move that the Recording Secretary may cast the elective ballot of the Association for the nominee, or the vote may be by voice.
- c. Officers shall assume their official duties upon election at the Annual Meeting and shall serve for a term of one year or until the election of their successors.
- d. A person who has served more than half of a term shall be credited with having served that term. (The honorary vice-president is an exception to this rule.)
- e. There are no term limits for the officers of the Association.

Section 3: Nominating Committee:

- a. There shall be a Nominating Committee composed of five (5) members, two (2) of whom shall be selected by the Executive Board from its own body, and three (3) of whom shall be selected by the Association at a regular monthly meeting in December. The committee shall elect its own chairperson.
- b. The Nominating Committee shall nominate one (1) eligible person for each office to be filled, and shall publicize the slate in the Newsletter/Spectator and report its nominees at the Annual Meeting at which time additional nominations may be made.

- c. Only those persons who have signified their consent to serve, if elected, shall be nominated for or elected to such offices.

Section 4: Vacancies:

A vacancy occurring in an elective position shall be filled for the unexpired term by a person elected by the majority vote of the remaining members of the Executive Board, notice of such election having been given.

### Article V – Duties of Officers

Section 1: The **President** shall:

- a. Preside at all meetings of the Association and of the Executive Board
- b. Appoint chairpersons to all standing committees
- c. Be an ex-officio member of all committees except the Nominating Committee
- d. Have the authority to co-sign checks.
- e. Sign all contracts with the Recording Secretary, with approval of the Executive Board.
- f. Perform such other duties as may be prescribed in this Constitution or assigned to him/her by the Association or by the Executive Board; shall coordinate the work of the officers and committees in order to promote the objectives of the Association.

Section 2: The **Vice-President** shall:

- a. Act as aid to the President and perform the duties of the President in his/her absence or inability of that officer to act and in so doing have the powers of the President, to include the President's duties defined in Section 1.
- b. Be the Association parliamentarian at each meeting and have in his/her possession a current copy of the Association By-laws as well as a copy of Robert's Rules of Order.

Section 4: The **Honorary Vice-President** shall:

- a. Be the high school principal or his/her designee who shall act as liaison between the high school and the Association.

Section 5: The **Recording Secretary** shall:

- a. Record the minutes of all meetings of the Association and the Executive Board.
- b. Be custodian of all business records and reports.
- c. Sign all contracts with the President with approval of the Executive Board.
- d. Perform such other duties as may be delegated to him/her.

- Section 6: The **Corresponding Secretary** shall:
- a. Conduct such general correspondence of the Association as may be delegated by the President, and shall keep an accurate roster of the names of the officers and committee chairpersons, and shall serve notice of the meetings.
  - b. Maintain and be custodian of the current mailing list, as established in the Standing Rules.

- Section 7: The **Treasurer** shall:
- a. Have custody of all of the funds of the Association, keep a full and accurate account of receipts and expenditures, and make disbursements in accordance with the approved budget as authorized by the Association, the Executive Board or a special committee.
  - b. All disbursements will be made by check and require 2 signatures.
  - c. Have the authority to co-sign checks.
  - d. Present a financial statement at every meeting of the Association and at other times when requested by the Executive Board.
  - e. Be responsible for the maintenance of books of account and such other records that are necessary to accurately reflect the financial activity of the Association. Records shall at all reasonable times be open to inspection by the Executive Board.
  - f. Present the financial records of the Association to the audit committee for an annual inspection. Secure a non-profit institutional fidelity bonding policy. The expenditure involved in securing the bond is a legitimate expense for the Association.
  - g. Deposit all funds in the name of the Independence High School Alumni Association in a bank approved by the Executive Board.

## **Article VI – Executive Board**

- Section 1: The Executive Board shall consist of the elected officers of the Association. The members of the Executive Board shall serve until the election of their successors.

- Section 2: The duties of the Executive Board shall be:
- a. To transact necessary business in the intervals between Association meetings and such other business as may be referred to it by the Association.
  - b. To create standing committees.
  - c. To approve the plans of work of the standing committees.
  - d. To present a report at regular monthly meetings of the Association.
  - e. To appoint a three (3) member auditing committee at least one (1) month prior to the Annual Meeting to audit the Treasurer's accounts. The audit committee shall receive all the Treasurer's records in sufficient time to complete the audit prior to the Annual

Meeting. The committee shall sign a statement attesting to the accuracy of the financial records at the conclusion of the audit.

- f. Submit to the Association for approval, a budget for the fiscal year.
- g. To approve routine bills within the limits of the budget.
- h. To fill vacancies in elective and appointive positions.
- i. To determine additions or deletions to the mailing list.

Section 3: Special meetings of the Executive Board may be called by the President or by a majority of the members of the board.

### **Article VII – Meetings**

Section 1: Regular meetings of the Association’s elected officers and the Association members shall be held no less than five (5) times during the membership year.

Section 2: The order of business shall be Call to order, Roll call, Minutes, Treasurers report, Committee reports, Unfinished business, New business, other comments and adjournment.

Section 3: Special meetings of the Executive Board may be held with two (2) days notice having been given to the Executive Board officers.

Section 4: The installation of officers shall be held at the Annual Meeting.

Section 5: The officers and chairperson shall submit yearly reports at the Annual Meeting.

Section 6: Eight (8) members shall constitute a quorum for the transaction of business in any meeting of the Association.

### **Article VIII – Standing and Special Committees**

Section 1: The President, with the approval of the Executive Board, shall create or discontinue such standing committees as may be required to carry on the work of the Association. The President shall appoint members to the standing committees designating one member to serve as chairperson. Their term of office shall be one year and shall be concurrent with the Association’s fiscal year.

Section 2: The chairperson of each standing committee shall present a plan of work to the Executive Board for approval. No committee work shall be undertaken without the consent of the Executive Board.

Section 3: The budget committee shall consist of the Treasurer as Chairperson, assisted by the outgoing Treasurer, the President and incoming President, Vice-President, and any other interested members of the Association.

Section 4: The President with the approval of the Executive Board may appoint special committees.

Section 5: The President shall be an ex-officio member of all committees except the nominating committee.

### **Article IX – Amendments**

An addition, amendment or repeal of any part of the Constitution and by-laws shall be adopted by a two-thirds vote of the members present at the annual business meeting provided that a notice thereof shall be sent to all members along with notice of the meeting.

### **Article X – Parliamentary Authority**

The rules contained in the current edition of Robert’s Rules of Order Revised shall govern the conduct of business in all meetings of Independence High School Alumni Association.

### **Article XI – Policies**

The following are policies of the Independence High School Alumni Association:

- a. Notwithstanding any other provisions of these articles, the Association shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- b. In the event of dissolution of the Association, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(C)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.