

Bylaws
of
The Louisiana High School Alumni and Friends Association

ARTICLE I NAME

The legal name of the Association shall be The Louisiana High School Alumni and Friends Association.

ARTICLE II OBJECT

Section A: The objects of the Association shall be to:

1. provide financial and moral support to the Louisiana R-II School District;
2. provide scholarships to graduating seniors of the Louisiana R-II School District;
3. provide a network of contacts for volunteerism to the Louisiana R-II School District.

Section B: The Board of Directors and Officers shall maintain good relations and communications with the Louisiana R-II School District, its successor and its constituents. Other than funds which may periodically be donated for various purposes, there shall be no financial relationship.

ARTICLE III MEMBERS

Any students who ever attended Louisiana public schools, as well as any administrators, teachers and support staff who ever served the District, are automatically considered to be members of this Association.

ARTICLE IV FINANCIAL SUPPORT

Article IV, Section A: There shall be a financial support system in place to provide ongoing operating funds to pay expenses incurred by the Association, other than scholarship expense. Such operating funds shall be deposited in the General Fund account. This financial support system will be set forth in the Standing Rules.

Article IV, Section B: Any donations received specifically designated for scholarships shall be maintained in separate accounts from the General Fund and used exclusively to pay for scholarships awarded and necessary related supplies (i.e. envelopes, postage, etc.) used to acknowledge the donations.

ARTICLE V

OFFICERS

Section A. Terms of Office

The officers of the Association shall be as follows: President, Vice-President, Secretary, and Treasurer. The term of office shall be for one year to run from January 1 through December 31. They will be elected to their office at a Board of Directors meeting in November following the annual meeting in October.

Duties of the Officers

President

- a. Shall preside at all meetings.
- b. Shall present a report at each annual meeting in regard to the work of the Association for the past year.
- c. Shall appoint all committees except the Nominating Committee.
- d. Shall see all financial records, reports and certificates required by law are properly kept and filed in a timely manner
- e. Shall have such powers as may reasonably be construed as belonging to the chief executive of any Association.
- f. Shall be one of the signatories on all the bank accounts of the Association.

Vice President

- a. Shall become President of the Association with all the rights, privileges, and powers in the absence or inability of the President to exercise the duties of office.
- b. Shall be responsible for publicity in print, on air or by electronic means for upcoming meetings and the works of the Association.
- c. Shall be one of the signatories on all the bank accounts of the Association.

Secretary

- a. Shall keep the minutes and records of the Association in an appropriate form.
- b. Shall file or oversee the filing of certificates as required by state and federal statutes.
- c. Shall give notice to members as necessary.
- d. Shall be the official custodian of the records for the Association.
- e. Shall attend to correspondence of the Association and duties incident to the office.
- f. Shall be one of the signatories on all the bank accounts of the Association

Treasurer

- a. Shall have the care and custody of all monies belonging to the Association.
- b. Shall cause all funds of the Association to be deposited in an FDIC secure institution, with the exception of funds that the Board of Directors may wish to invest in order to maintain its status as a Missouri nonprofit corporation.
- c. Shall provide the Board of Directors, at such time as shall be determined, a written account of the finances for the Association with a duplicate copy to be affixed to the minutes of a meeting or as shall be necessary for the records of the Secretary.
- d. Shall maintain the database of the Louisiana High School Alumni and Friends Association with current contact information and provide such information to the appropriate person for mailings via USPS and e-mail.
- e. Shall see that proper forms are filed in a timely manner to maintain a tax-exempt status with the state and federal governments.
- f. Shall exercise all duties incident to the office, including that of transferring funds from one Association account to another Association account.
- g. Shall acknowledge all donations as required to conform with the IRS guidelines for a 501c (3) Public Charity in regard to donations given for which no goods or services were provided in return.
- h. Shall be one of the signatories on all the bank accounts of the Association
- i. Shall close the books the end of each December and prepare a yearly financial report for audit.

ARTICLE VI MEETINGS

Section A. The Annual Membership Meeting of the Association shall be held during the third weekend of October unless a change of date is deemed necessary by the Board of Directors.

1. The Vice-President shall notify all members and the community in general of the time, place and purpose of such Annual Meeting. Notification may be made through the Association's Newsletter and/or through local media and with assistance from whomever necessary to carry out said notification.
2. Five (5) board members plus an additional ten (10) members of the Association shall constitute a quorum and shall be necessary to conduct the business of this Association.

Section B. Board of Directors meetings shall be held semi-annually or more often as deemed necessary by the Board and Officers.

1. Public notification of meetings shall be announced in the local media.
2. Five (5) members of the Board of Directors shall constitute a quorum.

Section C. Planning meetings of the Association shall be held at a place designated by the Board of Directors.

1. A quorum of five (5) shall be required at any planning meeting.

Section D. Special Meetings may be called by the President. Notice of such meetings shall be announced in the local media with notification to include the business to be transacted and who called the meeting.

ARTICLE VII COMMITTEES

Section A. Appointment and Term of Office

All committees shall be appointed by the President with the exception of the Nominating Committee. The term of office shall begin on January 1 for a period of one (1) year unless terminated by the Board of Directors.

Section B. Standing Committees

The Standing Committees shall be:

1. Event Committee -- Plan and carry out the Annual All-School Alumni Reunion.
2. Scholarship Committee – Develop and maintain scholarship applications for seniors graduating from Louisiana High School, as well as the selection of recipients, and sending acknowledgements of donations.
3. Membership Committee -- Maintain a contact list from each graduating class and work with the Association Treasurer to maintain the membership roster.
4. Audit Committee – Meet and audit the yearly financial records of the Association and report to the Board of Directors no later than three (3) months following the close of the books.
5. Nominating Committee – Elect three (3) members from the Board of Directors to serve as the Nominating Committee with the first nominated to serve as chairman of the committee.

ARTICLE VIII VOTING

Section A. All votes shall be by voice and a majority vote of those present and voting shall determine the results except where the bylaws indicate a larger percentage is required.

ARTICLE IX BOARD OF DIRECTORS

Section A. Board of Directors

The business of the Association shall be managed by a Board of Directors consisting of nine (9) members, elected in staggered terms with three (3) elected each year. The Officers shall be elected from the Board of Directors.

Section B. Terms of Office

The Directors for the ensuing term shall be elected at the annual meeting, with term to commence on January 1 following the election. A term of office shall be three (3) years. A Director may be elected to serve any number of consecutive terms in the capacity of a Director.

Section C. Powers

The Board of Directors shall be vested with the powers appropriate to manage the affairs and business of the Association. They shall act in the name of the Association during meetings where proper notice has been given to all Directors. If necessary the business can be conducted by email, regular mail or conference call.

Section D. Votes

Each Director shall have one vote and there shall be no proxy voting.

Section E. Resignations

Any Director may resign by tendering a letter of resignation to the President of the Association.

Section F. Removal from Office

Any Director who fails to perform the duties of the office to which the individual has been elected may be removed from office by a two-thirds vote of the Board of Directors.

Section G. Vacancies

Vacancies in the Board of Directors shall be filled for the balance of the calendar year by a majority vote of the remaining Directors until such time as someone may be elected to fill the unexpired term.

ARTICLE X FISCAL POLICY

Section A. Compensation

Reimbursement for certain expenses incurred by officers or committee members shall be made after approval by the Board of Directors.

Section B. Control

Two (2) signatures shall be required for each check written or withdrawal of funds from an account, with the exception of transfers between the association's accounts. Guidelines for expenditures are set forth in Standing Rules. The officers shall be the signatories on all accounts.

Section C. Employees

If necessary, the Board of Directors shall hire any employees necessary to conduct the business of the Association. Compensation for employees shall be set by the Board of Directors.

Section D. Lifetime member designation

All are encouraged to provide ongoing financial support to the Association. The amount of the tax-free donation shall be the donor's choice. Anyone wishing a Lifetime designation may make a contribution of \$100.00.

ARTICLE XI PROCEDURES

The rules contained in the current edition Robert's Rules of Order Newly Revised shall govern in all cases in which they are not inconsistent with these laws or any special rules of the Association.

ARTICLE XII AMENDMENTS

Section A. The bylaws may be amended by an affirmative vote of not less than five (5) members of the Board of Directors and by a two-thirds (2/3) vote of those voting at the annual meeting.

Section B. Proposed amendments shall be presented in a call for the Annual Meeting no less than 45 days prior to the meeting.

ARTICLE XIII DISSOLUTION

Section A. Approval

The Board of Directors must approve a motion to dissolve the Association by a three-fourths vote and then send the approved motion to the membership for ratification. Dissolution will be approved if three-fourths of the members returning ballots vote in favor of the motion.

Section B. Implementation

Once dissolution has been approved, all liabilities and obligations of the Association will be discharged or adequate provision to discharge them will be made. Any remaining assets will be distributed to any Association or Associations which the Board of Directors determines to be consistent with the Association's purpose as set forth in Article II above and with applicable provisions of law.

We, the undersigned, hereby witness the passage of the revised bylaws and adopt them for the Louisiana High School Alumni and Friends Association on this, the 6th day of December, 2014.
