



## **BY-LAWS OF THE ST. HILDA'S ALUMNAE ASSOCIATION INC.**

### **Article I Name**

The name of the Association shall be The St. Hilda's Alumnae Association Inc., and shall also be represented by the initials SHAAG. This will be a global organization registered in the state of Florida, USA.

### **Article II Objective**

The objectives of this Association shall be:

- To perpetuate and uphold the standards of St. Hilda's Diocesan High School morally and educationally
- To support the growth of the school through financial and moral support
- To provide assistance and encouragement to the students and Alumnae
- To promote democracy and integrity for students and Alumnae
- To provide means of disseminating and exchanging information that enhances the membership
- To maintain a sisterhood that will enrich the members emotionally, socially, educationally and occupationally
- To unite all St. Hilda's graduates, their families and friends in support of the common goal that is the preservation of the Alma Mater.

### **Article III Members**

**Section 1.** All past students are eligible for membership.

**Section 2.** Members will be admitted by means of an application form submitted to the secretary for recording.

**Section 3.** Membership shall be divided into:  
I. Regular Membership  
II. Honorary Membership

**Regular Members** are active members who attend scheduled meetings virtually or in person wherever possible:

- I. Participate in planning & decisions and support Fundraising
- II. Can be nominated to run for office of the Board of Directors
- III. Pay 100% of dues and thereby entitled to all privileges

**Honorary Members** are individuals who are affiliated with the school, such as teachers, board members or friends who wish to support. *The decision to accept anyone for Honorary Membership is based on verbal vote of the Board and membership.*

- Section 4.**
- I. The annual dues for SHAAG Regular Membership shall be \$50.00 payable upon application and due January 1<sup>st</sup> of each subsequent calendar year till said membership is officially cancelled. Dues should be paid by March 31<sup>st</sup> or membership will be cancelled. Membership can also be cancelled by submitting a request to the Membership Director or Executive Secretary.
  - II. All members are entitled to receive a receipt of paid dues and all dues shall be non-refundable.
  - III. Honorary members are not obligated to pay dues but are encouraged to support. They shall be entitled to all privileges except those of voting and holding office.

- Section 5.** Regular Members in good standing shall be offered support within budget guidelines in times of birth, marriage and bereavement. Support shall be determined by the Executive Board.

## **Article IV**

### **Meetings**

- Section 1.** The Association shall hold one Annual General Meeting and 3 quarterly meetings in a calendar year.
- Section 2.** Meetings shall be rescheduled at the discretion of the Board when the occasion arises.
- Section 3.** At least 10 days prior to each meeting, members shall be notified electronically of the time and venue of the meetings.
- Section 4.** A quorum of 30% of the Regular Members is required to conduct business transactions at a meeting. Any adjustments to the decisions shall be by means of a proposal submitted to the Executive Board prior to the next meeting. The approval of the Board by means of a majority vote is necessary to rescind a decision.
- Section 5.** A request for a special or emergency meeting shall be at the discretion of the Executive Board.

## **Article V**

### **The Executive Board**

- Section 1.** The officers of the Association including the immediate past president shall constitute the Executive Board.
- Section 2.** The Executive Board shall have responsibility for general supervision of the affairs of the Association and shall perform such duties as specified in Article VI.
- Section 3.** A general board meeting shall be held prior to the commencement and conclusion of the term of office.
- Section 4.** The Board shall conduct business according to Parliamentary procedure and a quorum of 50% of its members shall be required for transactions.

## **Article VI**

### **The Officers**

- Section 1.** The officers of this Association shall be a President, First Vice President, Executive Secretary, Treasurer, Communications & Public Relations Director, Membership Director and three General Directors.
- Section 2.** Officers may be disqualified and terminated for;
- Conduct unbecoming an Officer
  - Misappropriation of funds
  - Missing 80% of Board Meetings
- Termination from the Executive Board will be in written format
- Section 3.**
- I. The President shall be the principal coordinator and official spokesperson of the Association. Duties shall include planning and chairing meetings as well as making final decisions on all policies and procedures. The President shall be ultimately responsible for the general decorum of the Association and shall exercise the right to veto an executive decision if it is not representative of the majority of the body.
- II. The First Vice President shall serve as a support person for the President and shall assume similar duties in the President's absence. If the President resigns, is disqualified or expires, the First Vice President will be the successor.
- III. The Executive Secretary shall be responsible for preparing and maintaining records of all correspondence of the Association and shall also prepare and present minutes of each meeting.

IV. The Directors shall be Chairpersons for their respective committees. They shall be responsible for formulating & monitoring policies, identifying projects for action and presentation to the Board and membership. These chairpersons are also responsible for ensuring that these projects are completed.

V. Resigning officers shall be required to tender a letter of resignation to the President indicating their intention at least 10 days prior to the next scheduled meeting.

VI. Vacancies created by disqualified or resigning officers shall be filled by appointment from the Executive Committee.

## **Article VII Committees**

**Section 1.** There shall be seven (7) committees designed to ensure membership participation. These are the Finance, Public Relations & Communication, Fundraising & Entertainment, Membership, Mentorship, Scholarship and Special Projects Committees.

I. **The Finance Committee** shall be chaired by the Treasurer / Director of Finance and have up to four volunteer members. Duties include:

- Preparation of annual operating budget in collaboration with the Board Members
- Collaboration with Communications & Publications Committee to ensure that Membership dues submitted thru the website are deposited to account
- Preparation of monthly reconciliation of bank statements
- Collection & record keeping of membership dues
- Maintaining updated ledger indicating cash flow
- Ensuring all IRS filings for Federal, State and 501c3 status (including annual IRS Form 990n series return) for EIN 87-0866200 are completed with all required filing fees paid

II. **The Communications and Public Relations Committee** shall be chaired by the Communications Director and have up to four volunteer members. Duties include;

- Development and oversight of all collateral material including advertisements, articles, templates
- Providing media releases, press materials, pitch letters for fundraising & donor acknowledgements
- Managing the Association's website including page development, online forms, day-to-day maintenance to keep information relevant
- Working with Finance and Membership Committees to ensure syncing of data and database
- Development and maintenance of social media platforms and other communication initiatives for events, alumnae relations and engagement
- Providing technical support for electronic communications platform for Board and Members

- III. **The Fundraising & Entertainment Committee** shall be chaired by a Director and have up to four volunteer members. Duties include;
- Planning and execution of Entertainment & Fundraising opportunities, with proceeds benefiting St Hilda's DHS in Brown's Town, St Ann, Jamaica
  - Close interaction with the Finance and Communications committees to promote, support and settle transactions of all fundraising events
- IV. **The Membership Committee** shall be chaired by the Membership Director and have up to four volunteer members. Duties include;
- Continuous recruitment of members
  - Planning & execution of membership drives
  - Planning and implementation of methods to ensure membership retention
  - Providing updates on membership & activities to Board and General Meetings
  - Partnering with other committees to ensure membership is recognized and informed
  - Nominating a General Board member to serve as a Membership Representative who shall at all times represent the members' rights
- V. **The Mentorship Committee** shall be chaired by a Director or full dues paid member and have up to four volunteer members. Duties include;
- Providing mentorship and one on one support from members of the Alumnae Association
  - Matching scholarship recipients with mentors
- VI. **The Scholarship Committee** shall be chaired by a Director or full dues paid member and have up to four volunteer members. Duties include;
- Collaboration with Board to determine funds availability for scholarships
  - Development of criteria for various scholarships
  - Awarding and monitoring scholarship disbursements
- VII. **The Special Projects Committee** shall be chaired by a Director or full dues paid member and have up to four volunteer members. Duties include;
- Providing support to all relevant events and projects that will contribute to the success of the St Hilda's Alumnae Association.

**Section 2.** Each Director shall present a report of their respective committee's activities periodically and a full report shall be presented at the annual general meeting.

**Section 3.** At the discretion of the Executive Board, reasonable expenses incurred by officers or individuals shall be reimbursable out of the funds of the Association. Included also are costs of attending functions specifically for the purpose of representing the Association.

## **Article VIII**

### **Election of Officers**

- Section 1.** The term of office for officers shall be four years and shall commence on the first of January.
- Section 2.** Elections shall be conducted at the General Meeting in December, every four years.
- Section 3.** At the last meeting for the calendar year, an election committee shall be chosen. They shall conduct the nominating and election process and prepare brief statements of all the candidates.
- Section 4.** Nominees are required to either accept or reject nominations within two weeks after such nomination. After this period, ballots shall be electronically submitted to the voting membership. These ballots shall be submitted electronically prior to the general meeting. Furthermore, all electronic absentee ballots shall be collected by the Election Committee prior to the Election.
- Section 5.** At the Election Meeting, all votes shall be tallied and recorded. All ballots must be received by the specified deadline. Elected officers shall be announced after all ballots are counted.
- Section 6.** The term of office shall expire on December 31<sup>st</sup>. No member can be elected to more than one office simultaneously but all officers shall be eligible for re-election.

## **Article IX**

### **General**

- Section 1.** Amendments to these Bylaws may be added as deemed necessary by general membership. Amendments shall be ratified by a majority of members and approved by the Executive Board.
- Section 2.** Amendments to the articles of incorporation may be added as deemed necessary by the Executive Board
- Section 3.** In addition to these Bylaws, a detailed procedure manual shall be prepared by each committee for the members outlining specific policies and procedures.
- Section 4.** In the absence of any provisions of these by-laws, all meetings shall be governed by Parliamentary rules and usage contained in the current edition of “Robert Rules of Order” newly revised.

**Section 5.** Should this Association be dissolved for any reason, all outstanding debts shall be cleared and the remaining funds presented to St. Hilda's Diocesan High School for the benefit of the school and students.

**Section 6.** This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the **Internal Revenue Code EIN 87-0866200**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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) or (b) by a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).