

By-Laws of the Carlisle High School Alumni Association

Article 1: Identity

Section A: Name. This organization shall be known as the Carlisle High School Alumni Association.

Article 2: Purpose

Section A: The purposes of the Association shall be to

1. Promote a spirit of alumni unity and camaraderie through communication and reunions among alumni.
2. Location of alumni and maintaining a current database of said alumni.
3. To actively support and promote the Carlisle schools within the community, especially in funding scholarships for students, and promoting general fellowship and community involvement with the school.
4. To provide a source of historical information about Carlisle Public Schools through the acquisition and maintenance of school memorabilia.

Article 3: Membership

Section A: Eligibility. Any individual who attended (whether graduated or not) the high school is eligible to become a member of the Association.

Section B: Classes of Membership. There shall be three classes of membership:

1. Regular members - Any person who has attended Carlisle Public Schools (or any school that was consolidated into the school district), and who agrees to comply with the rules of the Association and pays dues shall be considered a member in good standing. Regular members are allowed to vote and hold office.

2. Associate members – Any person who did not attend Carlisle schools, but wish to promote the ideals of the association and pay dues shall be considered a member in good standing. Associate members are allowed to vote, but may not hold office.

3. Honorary members – The Board of Directors of the Association may nominate individuals to be conferred with an Honorary Membership. Honorary memberships shall be conferred on individuals who have significantly contributed to the advancement of the Carlisle Public Schools, but are not former students of Carlisle High School. Honorary members may raise and debate issues, but have no voting privileges.

Section C: Dues

Eligible individuals become members of the Association by submitting an application for mem-

bership accompanied by dues payment. The Board of Directors of the Association will set a fee for both Lifetime dues and Annual dues. Annual dues shall be due by June 1 of every year and will be valid until May 31 of the following year.

Section D: Termination. Membership in the Association will terminate upon failure to pay annual or lifetime dues.

Article 4: Officers

Section A: Officers. The officers of the Association shall be the President, Vice President, Secretary, Treasurer and Immediate Past President.

Section B: Elections. Office elections will be held in January of even-numbered years, beginning in 2000. The terms of office will be for two years. The term of office shall begin on the day of election and run until the following election two years hence. The officers shall be elected by a majority vote of members in attendance at the January meeting. There are no limits on the number of times an individual may seek election to any office. No elected officer may serve simultaneously as a Director.

Section C: Powers. The officers are vested with the powers appropriate to their elected office to accomplish the tasks necessary for the successful, day-to-day operations of the Association. The President shall be the chief operating officer of the Association, shall make all decisions concerning Association day-to-day operations and shall direct the activities of the Vice President, the Treasurer, the Secretary and various committee members.

The Vice President shall assist the President, perform the duties of the President if the President is incapacitated and oversee the activities of the Class Representatives. The Vice President will also coordinate and have primary responsibility for membership activities, including maintaining a database of current members.

The Treasurer shall be responsible for the financial operations of the Association.

The Secretary shall be custodian of the Association's business records including the minutes of meetings, newspaper clippings and articles, committee reports, and documents produced by the Association Officers and the Board of Directors.

Section D: Resignation. Any officer may resign by tendering a letter of resignation to the Chairman of the Board of Directors.

Section E: Removal from Office. Any officer who fails to perform the duties of the office to which the individual has been elected may be removed from the office by a two-thirds vote of the Board of Directors.

Section F: Vacancies. If the President resigns or is removed from office, the Vice President will assume the Presidency for the balance of the existing term. If the Vice President, Treasurer or the Secretary resign or are removed from office, the President will nominate to the Board of Directors this individual to fill the vacant office for the balance of the existing term. And this individual will enter the office upon a majority vote of the Board of Directors.

Article 5: Board of Directors

Section A: Board of Directors. The Board of Directors of the Association shall consist of ten directors. The Immediate Past President of the Association automatically becomes a member of the Board of Directors. The remaining directors shall be categorized into rotating positions as indicated in Appendix 1 of this document.

Section B: Elections. The initial Board of Directors will be elected in January, 2000. They will then be assigned Positions indicated in Appendix 1. The terms of office for each Position will end at the January meeting of the year indicated. Nominations for that position will be taken at the January meeting and a new Director will be elected by those members of the Association in attendance.

Section C: Term of Office. The term of office of each director shall be two years. The term of office shall begin on the day of the January meeting of the Association and run until the January meeting two years hence. There are no limits to the number of terms a person may serve on the Board of Directors.

Section D: Chairman of the Board of Directors. At the January meeting of the Association, the members of the Board of Directors will elect a Chairman to serve for one year.

Section E: Powers. The directors are vested with the powers appropriate to oversee and approve the actions of the Officers of the Association. The Board of Directors will develop and approve a charter detailing the various powers of the Board, the Board's method of operations and describing its decision making process.

Section F: Operations. The Board of Directors will conduct business at the regularly scheduled meetings of the Association. The chairman may conduct business at other times as circumstances require. Because of the geographical dispersion of directors, business will normally be conducted by email, regular mail or by conference call.

Section G: Resignation. Any director may resign by tendering a letter of resignation to the Chairman of the Board of Directors.

Section H: Removal from Office. Any director who fails to perform the duties of the office of director may be removed as a director by a two-thirds vote of the remaining members of the Board of Directors.

Section I: Vacancies. If any director resigns or is removed from office, the President of the Association will nominate an individual to fill the vacant director position to the Board of Directors and this individual will become a director upon a majority vote of the Board of Directors.

Section J: Quorum: One-half of the members of the Board of Directors shall be considered a quorum for purposes of voting. Either the President or Vice-President must be present for the quorum to be met. All votes shall be decided by a majority of those voting. Members of the Board may abstain from voting, and shall be considered to have abstained if they do not register a vote prior to any deadline designated by the President. In case of a tie, the President of the Association may vote to break the tie.

Article 6 Committees

Section A: Standing Committees. The Association will have the following permanent standing committees: Scholarship, History/Memorabilia, and Reunion.

Section B: Ad Hoc Committees. The President of the Association may establish Ad Hoc Committees as deemed necessary.

Section C: Committee Control. Each committee shall elect a chairman from its membership. The President, as the Association's chief operating officer, will work with the chairs of each committee to direct and control the activities Standing and Ad Hoc Committees.

Article 7: Class Representatives

Section A: Status. Members interested in serving as representatives of their class will notify the Vice President. Each graduating class of Carlisle High School shall be eligible to name one representative to the Class Representative Board.

Section B: Role. The role of the Class Representatives Board shall be to promote communications between the various directors, officers and committee members and the members of their respective classes. Class representatives shall correspond directly with all found members of their class at least once a year.

Section C: Oversight. The Vice President shall oversee the Class Representatives and be their principle point of contact for Association activities. The Vice President shall be active in searching for Representatives for classes which have no active help; be liaison between all Class Representatives and the Board of Directors; contact each Class Representative at least twice a year to encourage proactivity regarding search for "lost" alumni, However, Class Representatives should have frequent contact directly with the webmaster, and individuals arranging scholarships, reunions or other Association activities.

Article 8: Association Operations

Section A: Scholarship. The Association will solicit special contributions to fund scholarship(s) for deserving graduating students of the high school. The Association will strive to award at least one scholarship each year to a Carlisle High School senior. The Scholarship Committee will develop guidelines for the award of scholarship(s) and will work with high school officials to determine the method for actually awarding scholarship(s). Operating procedures for the award of scholarship(s) will be developed by the Scholarship Committee and approved by the Board of Directors.

Section B: Database: The Association will, through cooperation with the Webmaster, maintain a Database of all alumni, teachers, and associates of the high school. This Database will include, as a minimum, the names, addresses, telephone numbers, e-mail address and membership status.

Section E: Newsletter. The Association will publish a newsletter at least twice a year with information provided directly by members, Class Representatives, Officers, by Directors or Committee Members. The newsletter will be mailed to all Association members. Operating

procedures for the Newsletter will be developed by the President and approved by the Board of Directors.

Section F: History. The Board of Directors shall appoint an historian to maintain archives of both school and Association memorabilia to include but not limited to: yearbooks, commencement programs, school newsletters, Association newsletters, Association directories and reunion memorabilia. Duties of the Historian include: keeper of Association archives, including all memorabilia, and proactive searching for said memorabilia; point of contact for research questions from students currently at the school or any other interested individuals.

Section G: Reunions. The Association will host an annual reunion and homecoming to which all class years will be invited. The Board of Directors will set the date of this reunion.

Section I: Online Operations:

a. Official Web Site – the Board of Directors will designate the official website of the Carlisle High School Alumni Association.

b. Webmaster: The Webmaster is responsible for supporting the Association's website and managing the site's evolution and well-being, as well as the more traditional HTML and other technical work; working with the elected Officers and Board of Directors to ensure website consistency and timeliness; and finding tools to help in website development and maintenance. The Webmaster is also responsible for an e-mail listserv to which individuals may subscribe to receive Association updates. This position is appointed by the President.

Section J: Rules of Order

Meetings of this organization shall be governed by the current Robert's Rules of Order, Revised, except when in conflict with these By-laws.

Article 9: Fiscal Policy

Section A: Fiscal year. The fiscal year of the Association shall be from January 1 through December 31 of each year.

Section C: Allocation. All dues will be deposited in a general fund account and may be used to pay any or all expenses incurred by the Association. Conversely, contributions received by the Association for scholarships, while they may be deposited in the general fund account, shall be appropriated and used only to fund scholarship(s).

Section D: Compensation. Officers, directors, Committee Members and Class Representatives shall receive no compensation for their services. Compensation for expenses will be made to officers of the Association after approval by the Board of Directors.

Section E: Control. All checks, drafts, loans or other orders for payment of money, notes, and other evidence of indebtedness issued in the name of the Association shall be signed by the Treasurer. If the Treasurer is unavailable, the President may sign in the Treasurer's place. If at any time the amount of any of the above instruments is greater than \$500.00, both the President and Treasurer shall sign the instrument.

Section F: Audit. After the various financial records have been closed at the end of the fiscal year, the Board of Directors may, if they choose, require an audit of these records. Upon completion of the audit, these records along with the record of the audit will be transmitted to the Chairman of the Board of Directors. After the Board of Directors has reviewed and approved the Financial Review report, it will be provided to the Association members either in the Newsletter or by other appropriate means.

Article 10: General Provision

Section A: Contracts. The President shall propose and the Board of Directors shall approve a policy detailing which Officer(s), or agent(s) shall be authorized to enter into any contract or execute any instrument in the name of the Association. All contracts shall require the signature of at least one Association Officer and the Chairman of the Board of Directors.

Section B: Indemnification. In discharging their duties, the Directors, Officers, and various Committee Members of the Association shall be indemnified by the Association for judgments and fines (whether civil, criminal, administrative or investigative) for any of the above enumerated matters, as well as reasonable expenses for each, including attorney's fees actually and necessarily incurred as a result of such action or proceeding, if such Director, Officer or Committee Member acted in good faith, for a purpose which he or she reasonably believed to be in the best interests of the Association, but had no reasonable cause to believe that his or her conduct was unlawful.

Section C: Gifts. The Board of Directors, President, Vice President, Secretary, or Treasurer may accept on behalf of the Association any contribution, gift, bequest or device for the general purpose of or for any special purpose of the Association.

Article 11: Existence

Section A: Implementation. These By-Laws will be implemented immediately following their approval. These by-laws shall be approved by a majority vote of the members attending the regularly scheduled meeting of the Association.

Section B: Amendment. The By-Laws of this Association may be amended by a two-thirds vote of the Board of Directors. Any amendment to be considered must be presented at a regular meeting of the association at least one month prior to it being brought to a vote.

Article 12: Dissolution

Section A: Approval. This Association may be dissolved by unanimous vote of the Board of Directors.

Section B: Implementation. Once a motion for dissolution has been approved, all liabilities and obligations of the Association will be discharged or adequate provision to discharge them will be made by the Chairman of the Board of Directors. Any remaining assets will be donated, unconditionally, to the current administration of Carlisle Public Schools. If Carlisle Public Schools no longer exists upon the dissolution of the Association, the Board of Directors shall dispose of all assets of the Association to such corporations or organizations operating exclusively for charitable, educational, religious, or scientific purposes and qualify as an exempt organization under

Section 501©(3) of the Internal Revenue Code of 1954 (or such corresponding provisions of any future United States Internal Revenue Law.) Assets not so disposed of shall be disposed by the Circuit Court of Lonoke County, Arkansas.

Article 13: Relationship with Carlisle Public Schools

In accordance with the stated purposes of the Association, the Board of Directors and officers shall make all reasonable efforts to maintain good relations and communication with Carlisle Public Schools, its successors and its constituents. There shall be no financial relationship between the Alumni Association and the School, although the Association may periodically donate funds to the School for various purposes.