

**Benedictine Military School  
Alumni Association  
By-laws**

October 20, 2004  
Amended August 27, 2012

**ARTICLE I - NAME**

Section 1. The name of this Association shall be the "Benedictine Military School Alumni Association"

**ARTICLE II - MISSION AND OBJECTIVES**

Section 1. Our mission is to serve and promote Benedictine Military School and it's alumni in a manner that enriches the lives of its members and the quality of the institution.

Section 2. Our objectives are to:

1. Broaden and grow the membership of the alumni base.
2. Increase alumni participation and involvement in school activities.
3. Promote the interests of members through the exchange of ideas, experiences, and resources.
4. Increase the alumni role in supporting Benedictine Military School's mission and traditions.

**ARTICLE III - MEMBERSHIP**

Section 1. All alumni of Benedictine Military School of good character and standing shall be eligible to become a Member of the Association.

Section 2. Only Members may hold office, serve on the Board of Directors and have the right to vote.

Section 3. The Board of Directors may remove any member from the Association whose behavior or actions does not reflect good character and standing in their community or among their fellow alumni. Upon a two-thirds (2/3)-majority vote of the directors, a membership may be revoked and that member shall be notified of the revocation in writing.

Section 4. A request for reinstatement of membership shall be allowed only once per 12-month period and must be directed to the Board of Directors in writing with adequate detail and reason for the request. A reinstatement of a membership requires a two-thirds (2/3)-majority vote of the directors.

**ARTICLE IV - DUES AND OTHER FUNDS**

Section 1. Members must pay dues in accordance with the published directives of the Board of Directors. Dues shall be for a period of one (1) year, from annual meeting through annual meeting and are due by Annual meeting. Any alumnus, whose dues are not current, shall be automatically removed from the membership until such time as he reinstates his membership by paying said dues. Only an alumnus who is current with their membership dues are allowed to participate in Association functions and entitled to all rights granted in these by-laws for that year. Each individual in a class shall be granted dues free membership for the four (4) years immediately following their graduation. In addition, all alumni who have achieved their fiftieth anniversary from graduation shall be granted dues free membership. Further, those individuals and entities who annually support the Benedictine Military School with financial gifts, not to include tuition, in excess of One Thousand and 00/100 Dollars (\$1,000.00) per year shall be granted dues free membership for each year after which they make such gifts to the School.

Section 2. Dues and other funds shall be used only for the purposes stated in ARTICLE II of these by-laws. The Benedictine Military School Alumni Association is a volunteer organization and no Officer, Director or Member shall be compensated for any work or effort performed on behalf of the Association. The Association may reimburse expenses incurred above and beyond the normal requirements for volunteer work if approved by the majority of the Executive Committee prior to the expenditure.

Section 3. Dues and other funds shall only be used for the operation and functions of the Benedictine Military School Alumni Association and for the benefit of Benedictine Military School as directed by the Board of Directors. The use of dues and funds for gifts, contributions or any other similar expenditure to any other person or organization is prohibited.

#### ARTICLE V - OFFICERS

Section 1. The officers shall be President, President Elect, Vice President, Secretary, and Treasurer. These officers shall perform the duties prescribed in these by-laws.

Section 2. The President shall exercise general supervision and administration over the association's affairs with the advice and consent of the Board of Directors. The President shall preside as chairman of the annual meeting and all board meetings and shall be an ex-officio member of all committees. He shall have the authority to carry on the affairs of the Association and to execute any instrument necessary in that connection

Section 3. The President Elect shall assist the President in his responsibilities and shall perform the President's duties and functions in the circumstance of his absence or disability. In the event the office of President shall become vacant, the President Elect shall act as the President until such time as the Board of Directors can nominate and elect a replacement.

Section 4. The Vice President shall assist the President and President Elect in their responsibilities and shall perform the President Elect's duties and functions in the circumstance of his absence or disability.

Section 5. The Secretary shall keep minutes of the Annual Meeting, Board of Director meetings and any special meeting. The Secretary shall notify all current members of meetings of the Association. The Secretary shall keep the records of the Association. The Secretary shall maintain an archive of the Association, which shall include minutes of past meetings, membership rolls, past financial records and other historical information.

Section 6. The Treasurer shall keep accurate records concerning the income and expenses of the Association. The Treasurer shall provide an income and expense forecast and budget for the upcoming year. Any disbursement from any Association Bank account shall require the signature of two (2) officers in the following preferred order, Treasurer, President, President Elect, Vice President and Secretary

#### ARTICLE VI - BOARD OF DIRECTORS

Section 1. The Board of Directors of the Association shall consist of five (5) Officers and of twelve (12) Board Members. The Board of Directors is empowered within the limits of these by-laws with the responsibility of assuring that the mission and objectives of the Association are achieved. Any activities proposed that are outside the stated objectives shall require approval of the Board of Directors.

Section 2. Any existing or former President, Principal or Director of Development of Benedictine Military School as well as all former Officers and Directors of the Association may be asked by the President, with the prior advise and consent of the Board of Directors, to serve in an advisory role to the Board of Directors in a non-voting capacity for a specific limited time.

Section 3. Any Officer or Director who shall have excessive absences from regular, special or committee meetings may be removed from the Board by a two-thirds (2/3)-majority vote of the directors.

#### ARTICLE VII - MEETINGS

Section 1. The annual meeting of the Association shall be held for the benefit of all Members with the purpose of announcing any new Officers and electing new Directors, reviewing the past year, reviewing plans for the upcoming year and for any other business that may arise. The annual meeting shall take place on the third Wednesday of August, unless otherwise ordered by the Board of Directors. Notice shall be given to the members at least 30 days before the meeting.

Section 2. The Board of Directors shall meet at least five (5) times each year on the third Monday of January, April, July and October and the second Monday following the Annual Meeting. The Board may meet more often as required to conduct the business of the Association.

Section 3. Any Officer or Director who is absent from a meeting may grant his voting rights to another Director by email or by written proxy. This proxy must be in the hand of the Secretary by said meeting.

Section 4. Special meetings may be called by the President or by the Board of Directors when necessary. A notice shall be given, at least five (5) working days in advance, specifying the time, place and purpose thereof.

Section 5. The rules contained in the latest revision of "Robert's Rules of Order Newly Revised" shall govern all meetings of the Association when deemed necessary by the chairman to maintain order, except to the extent that the same may conflict with these by-laws.

#### ARTICLE VIII - NOMINATIONS, ELECTIONS AND TERM

Section 1. The Nominating Committee shall submit in writing all nominations for the upcoming year's President, President Elect, Vice President, Secretary and Treasurer to the President at least ten (10) days prior to the July Board of Directors meeting. The President shall immediately notify the Board of Directors of the submitted nominees by U. S. Mail, e-mail, or phone. Directors may propose other candidates, provided that their proposed candidates names are submitted to the Nominating Committee at least fifteen (15) days prior to the July Board of Directors meeting. The ballot may contain one or more candidates for each position.

Section 2. Officers for the upcoming year shall be elected by a vote of the Board of Directors during the July Board of Directors meeting. Each director shall cast one vote for each position on the ballot. The candidate with the greatest number of votes for a position shall be elected to serve in that position. Officers shall serve for one (1) Year and the term of office shall begin at the close of the August Annual General Membership Meeting, and expire at the close of the August Annual General Membership Meeting one (1) year hence.

Section 3. It shall be the intent of this Section to encourage continuity of experience and renewal. The President Elect should assume the role of President and the Vice President should assume the role of President Elect and a new Vice President should be nominated and elected from the Board of Directors. The retiring President, The President Elect, and The Vice President may not succeed themselves in the same capacity. The Secretary and Treasurer shall be elected annually and may succeed themselves in the same capacity.

Section 4. The Nominating Committee shall submit in writing all nominations for the upcoming year's Directors to the President at least ten (10) days prior to the July Board of Directors meeting. The President shall immediately notify the Board of Directors of the submitted nominees by U. S. Mail, e-mail, or phone. Directors or any Member may propose other candidates, provided that any name is submitted to the Nominating Committee at least fifteen (15) days prior to the July Board of Directors meeting. The ballot may contain one or more candidates for each position.

Section 5. Directors for the upcoming year shall be elected by a vote of the Members present at the August Annual General Membership Meeting. Each Member shall have a number of votes equal to the number of Director vacancies and shall cast only one vote per candidate. Multiple votes cast by an individual voter for a candidate shall count as only one vote cast. The candidate receiving the greatest number of votes shall be the first director chosen. The candidate with second greatest number of votes shall be the second director chosen and so on until all vacancies are filled. Directors elected shall serve for three (3) years and the term of office shall begin at the close of the August Annual General Membership Meeting, and expire at the close of the August Annual General Membership Meeting three (3) years hence.

Section 6. Four (4) Directors shall be elected annually to serve concurrent terms for a period of three (3) years. Directors may not succeed themselves in the same capacity.

Section 7. A vote to remove any Officer or Director requires a two-thirds (2/3)-majority vote of the Board of Directors.

Section 8. A special election shall be called to replace any Officer or Director that resigns, is removed from office or is unable to serve. It shall be the duty of the Nominating Committee within thirty (30) days of such vacancy to nominate and the Board of Directors within the following thirty (30) days to elect by majority vote the candidate to fill any vacancy for Officer or Director. The newly elected Officer or Director shall serve only the remaining term of the officer or director being replaced and such a term shall not be considered a full term.

Section 9. All election voting shall be by paper ballots and shall be verified and counted by three (3) Members selected by the President with the consent of the Board of Directors. The Secretary shall verify and record the results and the President shall announce the results.

## ARTICLE IX - STANDING COMMITTEES

Section 1. The incoming President shall propose to the Board of Directors, for approval, a chairman for each standing committee prior to the August General Meetings, unless otherwise prescribed in these by-laws.

Section 2. Executive Committee - The Officers of the Association shall constitute the Executive Committee and the President shall be chairman. The Executive Committee shall have general supervision of the affairs of the Board of Directors and Association between its regular business meetings and in matters not requiring the call of special meeting. Any action taken between regular meetings shall be reported to the Board of Directors at the next regular meeting. The Executive Committee shall be empowered to act, provided there is agreement among three (3) or more members.

Section 3. The Social and Events Committee shall be responsible for the planning, logistics and implementation of all social, educational and association business events and shall consist of a minimum of four (4) members of the existing Board of Directors.

Section 4. The Communications and Outreach Committee shall assist in establishing and maintaining class representatives for each class and to assist these representatives in establishing and maintaining communication with fellow alumni. This committee shall consist of a minimum of four (4) members of the existing Board of Directors.

Section 5. Each Director is required to actively serve on the Social and Events Committee or the Communications and Outreach Committee and may serve on both. Either of these committees may solicit committee members from general Members of the Association.

Section 6. The Nominating Committee for the upcoming year shall be appointed by the President at the August General meeting with the advise and consent the Board of Directors and shall consist of a minimum of three (3) general members of different graduation years who are not existing Officers or Directors and the four (4) directors who are starting the second year of their 3 year term. No member of the Nominating Committee shall be a member who is a candidate for election. The Nominating Committee shall during the course of the year solicit and accept candidates for any Officer and Director positions open. The Nominating Committee shall act in the spirit of fairness and shall seek talented candidates who are representative of the diversity of Alumni.

Section 7. The Finance Committee for the upcoming year shall be appointed by the President at the August General meeting and shall consist of a minimum of three (3) members of the existing Board of Directors.

Section 8. The Bylaws Committee for the upcoming year shall be appointed by the President at the August General meeting and shall consist of a minimum of three (3) members of the existing Board of Directors.

## ARTICLE X - AD HOC COMMITTEES

Section 1. The President may establish ad hoc committees if deemed necessary for specific tasks, for a term necessary for completion but not to exceed the President's term of office. The President shall determine the chairman and members of the committee.

## ARTICLE XI - AMENDMENT OF BY-LAWS

Section 1. These by-laws may be amended at any regular meeting of the Board of Directors by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting of the Board of Directors.

## ARTICLE XII - DISSOLUTION

Section 1. In the event of dissolution of the Association all of its funds and assets shall be applied for the benefit of Benedictine Military School as a duly qualified as tax exempt organization. Benedictine Military School shall agree to accept, administer and expend such assets and any earnings therefrom in the spirit of ARTICLE II of these by-laws.

