



## **ARTICLE I - NAME**

The name of this organization shall be the Windsor Central School Alumni Association (WAA), also known as Windsor Alumni Association.

## **ARTICLE II - PURPOSE**

The purposes of the WAA are to provide services to alumni and to encourage alumni advocacy for the school district. Examples of activities that can fulfill these purposes include the following (although illustrative, they're not meant to be limiting):

1. To act as a clearinghouse for the distribution of alumni information and coordination of alumni activities.
2. To provide an academic scholarship program.
3. To recognize outstanding achievements of Windsor Central High School alumni and support efforts of the Windsor Wall of Fame.
4. To support class reunion activities.

## **ARTICLE III - MEMBERSHIP**

### **Section 1 - Active Members**

Any graduate of Windsor High School shall be deemed an active member upon payment of annual or life membership dues.

### **Section 2 - Special Members**

Any student who attended Windsor High School shall be deemed a special member upon payment of annual or life membership dues.

### **Section 3 - Associate Members**

Any present or past faculty or staff member of the Windsor Central School District may become an Associate Member upon payment of annual membership dues and be entitled to all privileges of active members with the exception of voting and holding office.

## **ARTICLE IV - BOARD OF DIRECTORS**

### **Section 1 - Powers**

The Board of Directors shall have the management, custody and control of the property

and effects of the Association and shall possess and discharge such other obligation of duties as may be conferred upon it by the Bylaws. Only active members of the Alumni Association shall be eligible for membership on the Board. The Board shall consist of at least seven (7) members, including the officers (to a maximum of 7), each selected by the Nominating Committee for approval by the Association for a term of two (2) years. In addition, the School District Superintendent and/or the High School Principal will also serve the board as an ex-officio member.

## **Section 2 - Quorum**

A simple majority of the Board of Directors shall constitute a quorum.

## **Section 3 - Vacancies**

The Board of Directors shall have the power to fill all vacancies occurring in its membership with the Nominating Committee proposing candidates for these vacancies.

## **ARTICLE V - OFFICERS AND DUTIES**

The officers of the Association shall also be the officers of the Board of Directors. They shall be (1) President, (2) Vice-President, (3) Secretary, (4) Treasurer, as well as such other officers as shall from time to time be provided by the Bylaws, by the Association, or by the Board of Directors. These officers shall be elected at the annual meeting of the Association and shall be nominated by the Nominating Committee.

### **Section 1 - Term of Office**

The term of all officers of the Association shall be for a maximum of 2 consecutive two-year terms. Terms of all officers and directors shall begin on October 1. In case of the vacancy of an officer, a special election will be conducted to fill the vacancy for the remainder of the term.

### **Section 2 - The President**

The President shall preside at all meetings of the Association and the Board of Directors and shall discharge such other duties as may be assigned to the office by the Board or Association or may devolve upon the office by the provisions of the Bylaws.

### **Section 3 - The Vice-President**

The Vice-President shall be considered President-elect of the Association. In the event of an absence or inability of the President to perform the duties of the office, the Vice-President shall exercise the power of the President.

### **Section 4 - The Secretary**

The Secretary shall keep a record of the proceedings of all general meetings of the

Association and of the Board, and shall discharge such other duties as may be assigned to the office by the Board or Association. Minutes of these meetings shall be mailed to all Board members.

### **Section 5 - The Treasurer**

The Treasurer shall have charge of the finances of the Association under the direction of the Board of Directors and shall cause accurate accounts of all receipts and disbursements to be kept in the books of the Association; shall make reports thereof at the annual meetings of the Association and at regular meetings of the Board of Directors; shall be chair of the Budget and Finance Committee; and shall discharge such other duties as may devolve upon the office by the provisions of the Bylaws.

## **ARTICLE VI - STANDING COMMITTEES**

### **Section 1 - Nominating Committee**

There shall be a Nominating Committee consisting of a chair and three members appointed by the Board of Directors to serve for one year. Members shall be subject to possible reappointment.

Each year, the Nominating Committee shall recommend candidates for openings on the Board of Directors and a slate of candidates from the Board to serve as officers of the Association. Elections to these posts shall occur at the annual meeting of the Association.

### **Section 2 - Budget and Finance Committee**

There shall be a Budget and Finance Committee chaired by the Treasurer of the Association, and consisting of the President of the Association and three (3) other members appointed by the President. Appointment to the committee shall be for a term of one year. Members shall be subject to possible reappointment.

The Budget and Finance Committee shall prepare an annual operating budget and shall submit it for approval by the Board of Directors at the annual meeting. The fiscal year of the Association shall begin January 1 and end December 31.

The Budget and Finance Committee shall monitor and implement investment strategies as permitted within the guidelines established by the Board. This Committee shall also act upon special requests for funding as established by the guidelines of the Board.

### **Section 3 - Scholarship Committee**

There shall be a Scholarship Committee consisting of a chair, appointed by the Board of Directors, two (2) members from the Board of Directors and two (2) other members appointed by the President. The Committee shall monitor and implement scholarships within the guidelines approved by the Board. Appointment to the Committee shall be for

a term of one (1) year, subject to possible reappointment.

#### **Section 4 - Activities Committee**

The Activities Committee shall consist of a chair, and at least four (4) other members as appointed by the President. In addition, four (4) members of the current Senior Class of Windsor High School shall be invited by the Board of Directors to sit on this Committee.

The Activities Committee shall endeavor to involve members of the Alumni Association in events on and off campus which serve to benefit alumni, faculty, staff and students while fostering closer relationships among all four groups.

#### **Section 5 - Other Committees**

When necessary, other committees shall be appointed by the President.

### **ARTICLE VII - FINANCES**

#### **Section 1 - Dues**

The dues of members of this Association shall be in such amount as the Board of Directors may from time to time determine.

#### **Section 2 - Endowments**

Designated gifts may not be used for any other purpose whatsoever.

### **ARTICLE VIII - PUBLICATIONS**

#### **Section 1 - Newsletters**

The Alumni Association shall publish and distribute a newsletter to its members at least three (3) times a year.

### **ARTICLE IX - MEETINGS**

#### **Section 1 - Annual Meeting**

The annual meeting of the Alumni Association for the election of officers and directors, and for the transaction of Association business shall be conducted at the September General Meeting and will assume their responsibilities effective October 1.

#### **Section 2 - Board Meetings**

There shall be at least four (4) regular meetings of the Board of Directors each year.

Special meetings of the Board may be called by the President or upon written request of five (5) or more members.

### **Section 3 - Procedure**

Except as otherwise provided in the bylaws, Robert's Rules of Order, Revised, shall govern the procedure at all meetings of the Board of Directors.

## **ARTICLE X - AMENDMENTS**

These Bylaws may be amended at any Board meeting of the Association by a two-thirds vote of the Board members, provided the proposed amendment has been submitted in writing to all Board members in advance.

## **ARTICLE XI - CORPORATE PURPOSE**

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literacy, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in Section 501©(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501©(3) of the Internal Revenue Code of 1954.

## **ARTICLE XII - DISSOLUTION**

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501c (3) of the Internal Revenue Code of 1954, as amended, or, to another organization to be used in such a manner as in the judgment of a Justice of the Supreme Court of the State of New York will accomplish the general purposes.

## **ARTICLE XIII - MANDATORY REVIEW**

These Bylaws shall be reviewed by an ad hoc committee appointed by the Board at least once every six (6) years. The review committee shall make such suggestions for revision, as it shall see fit.