

# Cathedral High School Alumni Association



## **BYLAWS**

Adopted November 16, 2005

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### **ARTICLE I**

#### **Name, Mission and Objectives and Location**

Section 1. Name. The name of this organization is "The Cathedral High School Alumni Association" (referred to in these bylaws as the "Alumni Association" or "Association").

Section 2. Mission and Objectives. The mission of the Cathedral Alumni Association is to enhance and advance the relationship between the Cathedral High School and its alumni and among each other. It seeks to inspire lifelong loyalty and pride among alumni, current students and friends by strengthening their continued relationship with the Cathedral High School.

Section 3: The objects of the Cathedral Alumni Association are exclusively educational and charitable. No part of its income, from whatever source derived, shall inure to the benefit of any member. The Cathedral Alumni Association serves as a resource as well as an advocate for students of Cathedral High School and the mission of the institution. The Cathedral Alumni Association also acts as a channel for Cathedral High School to keep alumni and other interested parties abreast of current issues, events and accomplishments of the school and its faculty, staff and students.

Section 4. Location. The Cathedral Alumni Association, through its Alumni Affairs Office, shall maintain its principal office at Cathedral High School, 1309 N. Stanton Street, El Paso, Texas 79901. Alumni Chapters may be established as approved by the Board of Directors.

## **ARTICLE II**

### **Membership of the Cathedral Alumni Association**

Section 1. Classes of Members. The Alumni Association is composed of Charter, Regular, Associate, Honorary, Life and Gold Club members, collectively referred to as “Members.” Membership is recorded via an Alumni Association membership code appended to the Member’s record in the official alumni database maintained by the Cathedral High School Alumni Association.

- a. Charter Members. Charter membership is automatically extended to all graduates of Cathedral High School, as directed by the Principal of Cathedral High School, who actively participated in the formation of the Alumni Association prior to the adoption of these bylaws and who have paid charter membership dues as established by the Board of Directors. Charter Members hold the status of Regular Members.
- b. Regular Members. Regular membership is automatically extended to all graduates of Cathedral High School.
- c. Associate Members. Associate membership is available, upon request, to the following individuals:
  - 1) Former students of Cathedral High School who were enrolled for the minimum of one academic year and who otherwise did not graduate from Cathedral High School.
  - 2) All administrators, faculty and staff members who are currently employed by Cathedral High School.
  - 3) All parents and/or grandparents of graduates of Cathedral High School;
- d. Honorary Members. Honorary membership is available, upon request, to the following individuals:
  - 1) All parents and/or grandparents and guardians of current students of Cathedral High School who would otherwise not be eligible for either Regular or Associate membership.
  - 2) All former administrators, faculty and staff members of Cathedral High School.
  - 3) All Christian Brothers who are not otherwise Regular or Associate Members and who wish to have a continuous affiliation with Cathedral High School.
  - 4) The Board of Directors also may elect as Honorary Members persons who have rendered outstanding service to Cathedral High School.
- e. Life Members. Life Members are those Charter Members, Regular Members, and Associate Members who have complied with all the prerequisites of the Cathedral Alumni Association Life Membership, and who paid one-time life membership dues as established by the Board of Directors.
- f. Gold Club Members. Gold Club members, designated on an annual basis by the Principal of Cathedral High School, are Regular, Associate or Honorary Members who have made one

or more voluntary financial contributions to either Cathedral High School or the Alumni Association during the current fiscal year.

Section 2. Rights of Members. All Charter and Regular Members are eligible to vote at all meetings of the Alumni Association and are entitled to such benefits and privileges that the Board shall establish from time to time. All Associate, Honorary and Gold Club Members (who are not otherwise Regular or Associate Members) shall hold non-voting status.

### **ARTICLE III Officers**

Section 1. Officers. The Officers of the Alumni Association are President, President-Elect, Past President, Secretary, Treasurer, Parliamentarian, and Historian.

Section 2. Eligibility. Any Regular Member, who is a member in good standing of the Cathedral High School Alumni Association, is eligible to hold office as an officer of the Alumni Association.

Section 3. Terms of Office. The terms of office for the officers of the Association are as follows:

- a. President: A two (2) year term, serving the first year as President and the second year as Past-President.
- b. President-Elect: A three (3) year term, serving the first year as President-Elect, the second year as President, and the third year as Past-President.
- c. Past-President: A one (1) year term.
- d. Secretary: A two (2) year term.
- e. Treasurer: A two (2) year term.
- f. Parliamentarian: A two (2) year term.
- g. Historian: A three (3) year term, as appointed by the Principal of Cathedral High School.

Section 4: The duties of office for the officers are as follows:

- a. President: The President shall be the chief executive officer of the Alumni Association and in coordination with the Principal of Cathedral High School shall have the overall supervision over the activity and operations of the Association. The President shall preside at all meetings of the Association, shall create and/or dissolve the necessary standing and ad hoc committees of the Association, shall appoint the chairs of the various committees, shall

be an *ex officio* member of all standing and ad hoc committees, and shall be Chairperson of the Executive Committee of the Association.

- b. President-Elect: The President-Elect shall perform the duties of the President in that individual's absence and shall perform those tasks assigned by the President or Executive Committee. The President-Elect shall serve as Vice-Chairperson on the Executive Committee.
- c. Past-President: The Past-President shall be a member of the Executive Committee (in an advisory capacity) for one (1) year following the expiration of the term of office as President.
- d. Secretary: The Secretary shall attend all meetings of the Executive Committee and general business meetings of the Alumni Association and shall record the voting outcomes on all motions and shall keep the minutes of all meetings in a book(s) established for those purposes; shall see that reasonable notice is given of all pertinent meetings; shall see that all reports are given and records properly kept and filed; and shall perform all duties pertaining to the office of Secretary and such other duties as may be assigned by the President and/or Executive Committee.
- e. Treasurer: The Treasurer shall be responsible for: receiving monetary funds in the name of the Alumni Association and transferring such monetary funds directly to the Business Office of Cathedral High School for depositing them into the Cathedral Alumni Association Operating Fund. The Treasurer shall maintain and accounting system as required. The Treasurer must file a "Treasurer's Report" on or before each scheduled business meeting which may include the reconciliation of account(s) and records of revenues and expenditures. In conjunction with the Executive Committee and the Principal of Cathedral High School, the Treasurer shall annually determine whether substantial excesses in the Cathedral Alumni Association Operating Fund for transfer, as directed by these bylaws. The Treasurer shall also maintain an accurate account of all salable merchandise in the possession of the Cathedral Alumni Association.
- f. Parliamentarian: The Parliamentarian shall attend all meeting of the general membership and the Executive Board and give necessary advice in parliamentary procedure when requested. In addition, the Parliamentarian shall chair the bylaws committee to review bylaws and internal operating policies and procedures.
- g. Historian: The Historian shall maintain and preserve memorabilia such as yearbooks, school newspapers, pictures, newspaper articles, clothing, and other items pertaining to the Alumni Association and/or Cathedral High School.

Section 5. The procedure for election of Officers is stated in Article VI, Sections 1-4.

Section 6. Removal of Officers. Any Officer of the Alumni Association may be removed for cause by a two-thirds vote of the Members present and voting at any duly constituted meeting of

the Alumni Association, if such Officer is notified in writing by the President or Secretary not less than 30 days prior to such meeting of such charges as may be proffered.

Section 7. Other Vacancies. In the event of the resignation, death, disability, ineligibility, or removal of any officer of the Alumni Association, such vacancy shall be filled by the Principal of Cathedral High School from among the current Board Members. Such appointed officer shall fill the unexpired term of the vacancy.

## **ARTICLE IV Executive Committee**

Section 1. The Executive Committee. The Executive Committee of the Alumni Association shall consist of the President, President-Elect, Past President, Secretary, Treasurer, Parliamentarian, Historian, the Principal of Cathedral High School, and the Director of Alumni Affairs.

## **ARTICLE V Board of Directors**

Section 1. Board of Directors. The Board of Directors of the Alumni Association shall consist of the following:

- a. The voting members of the Board of Directors shall consist of the President-Elect, President, Past President, Secretary, Treasurer, Parliamentarian, Historian, nine (9) Association members elected pursuant to Article VI, the President of Cathedral High School, and the Principal of Cathedral High School. The nine (9) Association members shall serve a term of three (3) years each with the exception of three randomly selected Board Members who shall serve for an initial term of one year and an additional three randomly selected Board Members who shall serve for an initial term of two years. The terms are staggered to reflect an election of three (3) members each on a continual basis.
- b. The non-voting members of the Board of Directors shall consist of up to three (3) advisory (honorary) board members to be appointed by the Principal of Cathedral High School and who serve at the pleasure of the Principal, and two student representatives, likewise appointed by the Principal of Cathedral High School, each student representative serving a term not to exceed one (1) year.

Section 2. Eligibility. Any Regular Member, who is a member in good standing of the Cathedral High School Alumni Association, is eligible to hold office as an elected Board Member of the Alumni Association.

Section 3. Purpose, Powers, and Duties of the Board of Directors.

- a. General Powers. The Board of Directors of the Alumni Association shall promote the mission and objects of the organization by overseeing and setting policy for all Alumni Association and its activities.

- b. **Specific Powers.** In addition to exercising its general powers, the Board of Directors shall specifically:
- 1) Make such appointments as it considers necessary or desirable to carry out its general powers and require such reports, accountings, and updates from its appointees as it considers necessary or desirable.
  - 2) Delegate authority to the President to appoint necessary committees. The President shall report such appointments to the Board of Directors.
  - 3) Represent the interests of the alumni to Cathedral High School and the general public;
  - 4) Serve as mentors to current and future students of Cathedral High School;
  - 5) Assist the Principal of Cathedral High School in advancing the overall mission of the institution.

Section 4. **Removal of Board Members.** Any Board Member may be removed for cause by a two-thirds vote of the Board of Directors present at any regular or special meeting, if the Board Member is notified in writing by the President or Secretary at least 30 days before the meeting of such charges as may be proffered. A Board Member's absence from two consecutive Board of Directors meetings may be grounds for removal.

## **ARTICLE VI**

### **Elections**

Section 1. **Special Provisions upon Initial Ratification of Bylaws.** The Principal of Cathedral High School, upon drafting of these bylaws, has designated a Cathedral Alumni Association Steering Committee. The Steering Committee, at the direction of the Principal of Cathedral High School, shall perform the following functions:

- a. elect a temporary slate of officers who shall serve as the Executive Board until the first meeting at which these bylaws are approved.
- b. elect a temporary slate of nine (9) members of the Board of Directors who shall stand for election at the first meeting at which these bylaws are approved, as described in Article V, Section 1.a. above.
- c. entertain additional nominations, over and above those recommended by the Principal of Cathedral High School. If no additional nominations are made, the election shall be conducted by voice vote of the members of the Steering Committee present.

Section 2. **Nominating Committee.** Thirty days prior to the date of the first scheduled annual meeting, and thirty days prior to the scheduled date of every annual meeting thereafter, a Nominating Committee shall propose a slate of Officers and Board Members to stand for election for each office and each Board of Directors position to be filled by election.

Section 3. Nominations. The Nominating Committee shall nominate one candidate for each office and each Board of Directors position to be filled by election. The proposed slate of Officers and Board Members shall be published in the annual newsletter of the Alumni Association, together with a statement indicating the method by which additional nominations may be made.

Section 4. Election of Officers and Board Members. If no additional nominations are filed with the Secretary, the Secretary shall present the proposed slate for a voice vote of Members at the annual meeting. If additional nominations have been made by petition, the Secretary shall prepare a ballot listing all nominees for the positions of Officers and Board Members and submit the ballots for voting by Members at the annual meeting. All elections in which additional nominations have been received shall be by secret, written ballot.

## **ARTICLE VII**

### **Designation of Committees**

Section 1. Committees. In addition to the Executive Committee, the standing committees shall be Bylaws Revision, Membership, Nomination, Special Events, Communications-Publications, and Community Outreach..

Section 2. Bylaws Revision. The Bylaws Revision Committee is comprised of two or more members of the Board of Directors who are appointed by the Board President or who volunteer to serve on this committee. The Board President, in conjunction with the Principal of Cathedral High School, shall appoint the committee chair, and serve as an ex-officio member of this committee. The Bylaws Revision Committee shall annually review the Bylaws for accuracy and submit any recommended changes for approval.

Section 3. Membership. The Membership Committee is comprised of two or more members of the Association who are appointed by the Board President or who volunteer to serve on this committee. The Board President, in conjunction with the Principal of Cathedral High School, shall appoint the committee chair, and serve as an ex-officio member of this committee. The duties of the Membership Committee shall be to recruit Alumni and expand membership through the use of personal contacts, correspondence, special events and other available media.

Section 4. Nomination. The Nomination Committee shall consist of the Immediate Past President, who will serve as committee chair, and four other members of the Board of Directors, as appointed by the President after consultation with the Principal of Cathedral High School. The duties of the Nomination Committee shall be to identify candidates for the Board of Directors, review all applications for membership, and prepare a slate of candidates for election by Association members. In addition, the Nomination Committee shall recruit candidates and prepare the slate for the annual election of officers. The committee

Section 5. Special Events. The Special Events Committee is comprised of two or more members of the Association who are appointed by the Board President or who volunteer to serve on this committee. The Board President, in conjunction with the Principal of Cathedral High School, shall appoint the committee chair, and serve as an ex-officio member of this committee. The duties

of the Special Events Committee shall be to plan and implement activities that support goals of the Alumni Association.

Section 6. Communications-Publications. This committee is comprised of two or more members of the Association who are appointed by the Board President or who volunteer to serve on this committee. The Board President, in conjunction with the Principal of Cathedral High School, shall appoint the committee chair, and serve as an ex-officio member of this committee. The committee shall present the Communications-Publications plan for approval by the Board of Directors, and the committee chair, or designate, shall provide Communications-Publications Committee updates at all meetings of the Executive Committee and Board of Directors.

Section 7. Community Outreach Committee. This committee is comprised of two or more members of the Association who are appointed by the Board President or who volunteer to serve on this committee. The purpose of the Community Outreach Committee is to identify and coordinate programs and activities having an external focus with an objective of influencing young students to enroll in Cathedral High School and to further the mission of Cathedral High School by increasing community awareness of the advantages of a Christian Brothers education.

Section 8. Ad Hoc Committees may be formed by the Board President, as required to support goals of the Alumni Association.

## **ARTICLE VIII**

### **Meetings of the Cathedral Alumni Association**

Section 1: Meetings of the Executive Committee. There shall be an annual meeting and regular or special meeting of the Executive Committee.

- a. The times and places for said meetings shall be set by the President with reasonable notice given to members of the Executive Committee.
- b. Members of the Executive are authorized to meet in person or through electronic means. A vote from a member of the Executive Committee may be made by mail, telephone, facsimile transmission, or other electronic means provided it is reported and confirmed at the next meeting of the Executive Committee.
- c. A majority of members of the Executive Committee, participating in person or electronically, shall constitute a quorum at all meetings of the Executive Committee. The meetings of the Executive Committee shall be conducted in accordance with Robert's Rules of Order.

Section 2: Meetings of the Board of Directors. There shall be an annual meeting and regular or special meeting of the Board of Directors.

- a. The times and places for said meetings shall be set by the Board of Directors with reasonable notice given to members of the Board by the Secretary of the Association.
- b. Members of the Board of Directors are authorized to meet in person or through electronic means. A vote from a member of the Board of Directors may be made by mail, telephone,

facsimile transmission, or other electronic means provided it is reported and confirmed at the next meeting of the Board of Directors.

- c. A majority of members of the Board of Directors, participating in person or electronically, shall constitute a quorum at all meetings of the Board of Directors. The meetings of the Board of Directors shall be conducted in accordance with Robert's Rules of Order.

Section 3: Meetings of the Committees. There shall be periodic meetings of the designated committees of the Association.

- d. The times and places for said committee meetings shall be set by the chair of the committee with reasonable notice given to members of the respective committee.
- e. Members of the various committees are authorized to meet in person or through electronic means. A vote from a member of a committee, when conducting business of the respective committee, may be made by mail, telephone, facsimile transmission, or other electronic means provided it is reported and confirmed at the next meeting of the committee.
- f. A majority of members of the respective committee, participating in person or electronically, shall constitute a quorum at all meetings of the committee. All committee meetings shall be conducted in accordance with Robert's Rules of Order.

Section 4: Meetings of the General Membership of the Association.

- a. Regular Meetings. Regular meetings of the Association shall be held three times annually, during the fall, spring and summer months. The fall meeting, held in conjunction with Reunion Week, shall serve as the Annual Membership Meeting. Other meetings may be held as recommended by the Executive Committee.
- b. Special Meetings. Any member of the Association may request a special meeting. If approved, special meetings of the Association may be held at a time and date called by the Principal of Cathedral High School, the President of the Association, or by a majority vote of the Board of Directors.
- c. Reasonable notice shall be given to members of the Association of the time, place and the purpose of each meeting. Such notice may be made either in writing or electronically.
- d. Quorum. A majority of Association members entitled to vote, present in person, shall constitute a quorum at all meetings of the Association.
- e. Proxy Votes. Proxy votes are not authorized.
- f. Order of Business. All meetings of the general membership shall be conducted in accordance with Robert's Rules of Order.

## **ARTICLE IX**

### **Finances**

Section 1. Cathedral Alumni Association Operating Fund. A separate account at Cathedral High School shall be established for the regular operating expenses of the Alumni Association. All revenues for the Cathedral Alumni Association Operating Fund shall come from dues, participation fees for programs and activities of the association as well as direct financial contributions specifically directed to the Cathedral Alumni Association and given in furtherance of the mission of the institution. The purpose of the Cathedral Alumni Association Operating Fund is to defray the normal operating expenses of the Association, including communication expenses and publications and activities. All activities of the Cathedral Alumni Association shall be structured to function on a break-even basis. The Treasurer, in cooperation with the Principal of Cathedral High School or his designee, shall monitor the status of the Cathedral Alumni Association Operating Fund, including receipts and disbursements.

Section 2. Dues. Membership dues, payable annually to the “Cathedral Alumni Association”, shall be set by a two-thirds majority vote of the members present of the duly elected Board of Directors of the Association. Annual dues must be satisfied in order to maintain one’s membership in good standing.

Section 3. Fiscal Year. The fiscal year of the Alumni Association shall coincide with that of the Cathedral High School.

Section 4. Budget. The Treasurer shall prepare an annual budget for recurring and special activities of the Alumni Association planned during the upcoming fiscal year. The budget shall include sources and uses of funds. The Board of Directors shall approve the budget prior to the commencement of each fiscal year and submit a copy of the Association budget to the Principal of Cathedral High School for information.

Section 5. Excess Operating Funds. Should the Executive Committee determine that the balance in the Cathedral Alumni Association Operating Fund is in substantial excess of what is required for planned activities and contingencies, the Executive Committee, by majority vote, shall transfer such excess to the Principal of Cathedral High School, on behalf of the Cathedral Alumni Association, for use as financial aid resources for students or in the alternative, for deposit into the Cathedral High School Foundation, should such a fund be established.

Section 6. Expenses of Officers and the Board of Directors. Officers and Board Members serve without compensation and shall not be reimbursed for personal expenses incurred in the performance of such duties.

## **ARTICLE X**

### **Publications and Records**

Section 1. Publications. The Alumni Association shall publish such newsletters and electronic publications and other items under such names and at such times as are determined by the Board of Directors and as approved by the Principal of Cathedral High School. Compilation of the Alumni Association publications shall be compiled and distributed independent of traditional school periodicals.

Section 2. Official publication. The Board of Directors shall designate the official publications of the Alumni Association. Each Member of the Alumni Association shall be entitled to receive regularly by mail or e-mail at his or her address of record at least one official publication per year.

Section 3. Alumni Records. The Cathedral High School Alumni Affairs Office shall maintain records of its members' current addresses and biographical information. The records of all members of the Alumni Association are proprietary information that belongs to the Alumni Association.

Section 4. Alumni Affairs Office. The alumni affairs office is established to oversee the administration of the Cathedral High School Alumni Association; manage and maintain the association registers and records; coordinate communications between Cathedral High School and the association; coordinate and administer association programs and activities; serve as a resource center for the association and the student body; and provide secretarial services to the association. The Cathedral High School Alumni Affairs office shall be supervised and directed by the Director of Alumni Affairs who shall serve at the pleasure of the Principal of Cathedral High School.

Section 5. Minutes of the Alumni Association, the Executive Committee and the Board of Directors Meetings. The Secretary shall prepare and maintain minutes for all regular and special meetings of the Cathedral Alumni, the Executive Committee and the Board of Directors Meetings.

## **ARTICLE XI**

### **Bylaws Available for Inspection**

The Secretary of the Alumni Association shall at all times have available a true and correct copy of the bylaws. These bylaws shall at any reasonable time be exhibited upon request to any member of the Alumni Association and are authorized for electronic dissemination on the Internet.

## **ARTICLE XII**

### **Amendments to Bylaws**

These bylaws may be amended in the following manner:

- a. At any time by a two-thirds vote of the members of the Board of Directors present at a regular or special meeting of the Board of Directors when prior written notice of the proposed amendment has been given to the Board Members; or
- b. By both a majority vote of the voting Members of the Board of Directors present at a duly constituted meeting and by a majority vote of the voting members of the Alumni Association present at a duly constituted meeting where the proposed amendment has been published in the official publications of the Alumni Association at least one month prior to the meetings of the Board and the Alumni Association at which the amendment is to be voted upon.