

CONSTITUTION AND BY-LAWS  
NEWARK HIGH SCHOOL ALUMNI ASSOCIATION

Article 1: NAME

The name of the association shall be Newark High School, Newark, Delaware, Alumni Association.

Article 2: PURPOSE

Act as a resource for class activities. Encourage or initiate fund raising activities to benefit Newark High School. Encourage or initiate fund raising activities to fund scholarships for graduating seniors. Act as beneficiary and guardian of memorabilia related to Newark High School.

This association is organized exclusively for charitable purposes, including the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code). No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, directors, officers, or any private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on, (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Upon dissolution of this organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code), or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

Article 3: MEMBERSHIP

Regular members: All graduates and any person who has attended Newark High School, Newark Senior High School or Newark Public School as a student. Other members: Any other person with interest in the goals of the association. Other members may serve on committees and attend meetings but shall have no voting privileges in general meetings nor be able to hold elected office.

#### Article 4: DUES

There shall be no dues for membership.

#### Article 5: OFFICERS

The officers shall be President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Recording Secretary, Corresponding Secretary, Comptroller and Treasurer.

#### Article 6: BOARD OF DIRECTORS

The Board of Directors shall consist of thirteen individuals, seven of whom shall be the current officers. Six directors shall be appointed for terms of three years each.

Should a member of the Board of Directors fail to or be unable to fulfill the duties of office, an interim appointment may be made at the discretion of the President or Vice President. Failure to perform duties shall be defined as three consecutive unexcused absences from regularly scheduled meetings.

The Officers and Directors shall be elected at the Annual meeting held in odd numbered years, shall take office immediately following the election, and shall serve for two years, or until their successors are elected or appointed.

If any elective office becomes vacant, with the exception of that of President, or, if any new office is created by an Amendment to this constitution, the Board of Directors, at a regular meeting shall choose a member to fill the vacancy for the unexpired term of such vacant office or to fill the newly created office.

If the office of the President becomes vacant it shall be filled by the 1<sup>st</sup> Vice President.

#### Article 7: DUTIES OF THE OFFICERS

**President.** The President shall preside at all meetings of the Association and the Board of Directors. Except as otherwise provided in the Constitution or By-Laws, he shall appoint all committees, instruct them in their duties, and serve as member ex-officio of all committees. He shall exercise general supervision over the programs and activities of the Association, and propose new activities as he believes would further the objectives thereof. He may appoint, pro-tem, and officer in the place of any absentee officer at a meeting. He shall make a report at the Annual Meeting and regular activity reports to the general membership.

**1<sup>st</sup> Vice President.** He shall assist the President in carrying out the duties of his office, and shall serve as coordinator of all services provided to Association Members. In the absence of the President, or in case of his inability to act, the 1<sup>st</sup> Vice President shall preside at meetings and perform all of the duties of the President.

2<sup>nd</sup> Vice President: He shall assist the President in carrying out the duties of his office, and shall serve as coordinator of all services provided to the school and fund raising efforts of the association.

Recording Secretary. The Recording Secretary shall keep the minutes of the meetings of the Association and of the Board of Directors; he shall prepare for the use of the President at any such meeting an agenda of the business to be transacted. He shall also keep lists of all standing and special committee members and chairman, and shall see that all reports passed in are properly dated and signed before being filed. He shall read the minutes, all reports and communications to be presented to the Association or the Directors. The Recording Secretary shall also maintain permanent files of all minutes and electronically transfer the files needed for posting minutes to the website.

Corresponding Secretary. The Corresponding Secretary shall, under the direction of the President, answer all correspondence other than that addressed to and involving a particular officer or committee, and maintain a file of such correspondence. He shall send to all members and Directors timely notice of their respective meetings and shall therein mention any proposed amendment to the Constitution or By-Laws to be acted upon. He shall see to the preparation and mailing of general notices, communications and newsletters involving programs or events sponsored by the Association, and shall supervise the maintenance of the membership database. He shall familiarize himself with the U.S. Postal Regulations and bulk mailing requirements as well as regularly check the association's post office box.

Treasurer. The Treasurer shall receive and give receipts for all funds of the Association and shall deposit them in the name of the Association, in a bank selected by the Board of Directors. He shall keep a checkbook in the usual form and retain all cancelled checks, maintain a file of all bills and vouchers paid, and books of account in which all receipts and disbursements of funds shall be entered. At each regular meeting of the Board of Directors, he shall have all such records and books at hand, and shall make a written monthly financial report to the Board, in which all receipts and disbursements shall be shown, and the beginning and ending balance. At the October meeting he shall submit to the Board an annual financial report, covering the period October 1 – September 30, which shall be the fiscal year. In the year in which a newly elected Treasurer shall succeed him, the outgoing Treasurer shall prepare for the incoming Treasurer a financial statement covering the period October 1 to the last day of the month immediately prior to the date of the incoming Treasurer assumes office. He shall present a brief financial report, which may be oral, to the Association at the Annual Meeting. The Treasurer shall sign all checks drawn on the bank account of the Association for the expenditures which shall be authorized by the Board of Directors or the Executive Committee, as provided in these By-Laws. Checks in excess of \$500.00 will require the signature of both the treasurer and another member of the Board of Directors. A Board of Directors member who is not a signer on the initial contract will sign checks in payment of contracts. Other guidelines recommended by the Comptroller will be followed. The Treasurer shall

acknowledge all contributions made to the Association in accordance with tax exempt contribution regulations.

Comptroller: The comptroller shall be a member of the audit committee, coordinate payments for awarded scholarships, and suggest appropriate investment vehicles for Association excess funds. The comptroller shall be responsible for any required governmental filings required on behalf of the Association.

#### Article 8: ANNUAL MEETING

The annual meeting of the Association shall be scheduled for October. Terms of office shall begin and expire at the conclusion of the annual meeting held in odd numbered years.

#### Article 9: QUORUM

Fifteen members of the Association shall constitute a quorum for the annual meeting. Eight voting members of the Board of Directors shall constitute a quorum for Board of Directors meetings.

#### Article 10: AMENDMENTS

The Constitution and By-laws may be amended at the annual meeting by a two-thirds vote of those present.

#### Article 11: GENDER PRONOUNS

“He” as used in this document refers to an association member or officer. “She” may be substituted as appropriate.

#### Article 12: SUPERCESSION

This document supersedes all previously made Constitution and By-laws.

As revised October 13, 2005