

BY- LAWS

ALUMNI OF THE SACRED HEART AND GROSSE POINTE ACADEMY

The Grosse Pointe Academy Alumni Association is a part of The Grosse Pointe Academy (GPA) and derives its strength from the joining of Sacred Heart Alumni of the pre-1969 Academy of the Sacred Heart (ASH) and the post-1969 alumni of the GPA. The objectives include maintaining alumni interaction and communication, fostering our educational heritage and ideals, act as custodians of the archives, as well as supporting the GPA and Associated Alumni of the Sacred Heart (AASH) financially.

ARTICLE I – MEMBERSHIP

Section I

Membership in the Academy Alumni Association shall be open to all graduates of The Convent of The Sacred Heart, Grosse Pointe or Grosse Pointe Academy, or any individual who has attended a Convent of the Sacred Heart school for at least one year. There shall be four classes of membership: Life, Regular, Out of Town and Student.

ARTICLE II – MEMBERSHIP MEETINGS

Section I

Membership meetings shall be held at the Grosse Pointe Academy or such other place as shall be determined from time to time by the Board of Directors, and place at which such meeting shall be held shall be stated in the notice and call of meeting.

Section II

The Annual Meeting of the members of the Alumni for the election of directors to succeed those whose terms expire and for the transaction of such other business as may properly come before the meeting, shall be held each year, generally in June, on a day and time determined by the President of the Alumni Board. If the annual meeting of the members is not held, the election of officers may be held at any meeting thereafter called pursuant to these By-Laws.

Section III

The order of business at the annual or regular meetings of members shall include a prayer; reading of the minutes of the previous annual meeting; reports of officers, including a treasurer's report, report of committees; report from the nominating committee; election of officers; old and new business.

Section IV

Special meetings of the members, for any purpose or purposes, may be called by the President, majority of the Board of Directors, and shall be called at any time by the President, or officer upon the request of any member of the Alumni entitled to vote at such meeting. Business transacted at all special meetings shall be confined to the objects stated in the meeting notice.

Section V

Notice of the time and place of the annual or regular meeting of members shall be given by emailing written or printed notice of the same at least five (5) business days, and not more than thirty (30) days, prior to the meeting.

Section VI

A quorum at any annual meeting, regular or special meeting of members shall consist of twenty (20) voting members present in person and entitled to vote at such meeting, except as otherwise provided by law, but at no time shall the lack of a quorum prevent those present from proceeding with the program of the day.

ARTICLE III – BOARD OF DIRECTORS AND OFFICERS

Section I

The affairs of the Alumni shall be managed by a Board of Directors consisting of the officers.

Section II

The officers of the Alumni shall be a president, 1st Vice President, 2nd Vice President, Corresponding Secretary, Recording Secretary, Treasurer, Assistant Treasurer and Past President.

Section III

All officers shall be elected by the members at the Annual Meeting. The officers shall serve for 2 years or until the next subsequent election of officers.

The Board of Directors shall consist of the officers, the chairmen of standing committees, and such alumni who serve on any regional or national AASH Board or Committee.

Section IV

The regular term of elective officers shall commence at the adjournment of the annual meeting at which they were elected.

Section V

Vacancies in office may be filled for the unexpired term by the remaining members of the Board of Directors voting by ballot at any regular or special meeting.

Section VI

A majority of votes cast shall be necessary to constitute an election.

Section VII

Delegates to the (AASH) Conference or to any convention of an association with which the Alumni is affiliated, shall be elected by the Board of Directors.

ARTICLE IV – BOARD OF DIRECTORS-MEETINGS AND COMMITTEES

Section I

Regular meetings of the Board of Directors may be held at the Grosse Pointe Academy.

Section II

Special meeting of the Board of Directors may be called at any time by the President or any Vice-President or any two directors.

Notice of all special meeting ++ of the Board of Directors shall be given to each director by notice of at least twenty four hours.

Section III

A quorum at all meetings of the Board of Directors shall consist of one-third of the membership of the Board. Regular attendance at the meetings of the Board of Directors is critical to the efficient operation of the Association. Members are expected to attend every meeting of the Board where possible.

Section IV

Standing or temporary committees may be appointed by the Board of Directors. All committees so appointed shall keep regular minutes of the transactions of their meetings and shall cause them to be recorded in books kept for that purpose by the Recording Secretary and shall report the same to the Board of Directors at its next meeting.

ARTICLE V – OFFICERS

Section I

The President shall preside at all meetings of the members and directors, shall have the general supervision of the affairs of the Alumni, shall sign or countersign all certificates and other instruments of the organization as authorized by the Board of Directors and shall make reports to the Board of Directors and members, and shall perform all such other duties as are incident to the office or are properly required of her/him by the Board of Directors.

Section II

The Vice Presidents in the order named shall exercise the functions of the President during the absence or disability of the President. The Vice-Presidents shall have such powers and discharge such duties as may be assigned to each from time to time by the Board of Directors.

Section III

The Corresponding Secretary and Assistant Corresponding Secretary shall issue notice for all meetings, except that notice for special meetings of the director called at the request of directors as provided in Article IV, Section II of the By-Laws may be issued by such directors, and in general conduct the correspondence of the organization.

Section IV

The Recording Secretary shall keep minutes of all meetings and shall make such reports and perform such other duties as are incident to the office or are properly required by the Board of Directors.

Section V

The Treasurer shall have the custody of all monies and securities of the organization and shall keep regular books of account. Treasurer shall disburse the funds of the organization in payment of the just demands against it, or as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the Board of Directors as may be required, an account of all transactions as Treasurer and of the financial condition of the organization. The Treasurer shall perform all duties incident to the office or which are properly required by the Board of Directors.

Section VI

In the case of absence or inability to act of any officers of the organization and of any person herein authorized to act in her/*his* place, the Board of Directors may from time to time delegate the powers or duties of such officer, or any director or other person whom it may select.

Section VII

Vacancies in any office arising from any cause may be filled by the directors at any regular or special meeting.

Section VIII

The Board of Directors may appoint such other officers and agents as it shall deem necessary or expedient, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined by the Board of Directors.

Section IX

The officers of the organization shall hold office until their successor(s) *is (are)* chosen and qualify. Any officer elected or appointed by the Board of Directors may be removed at any time, with or without cause, by the affirmative vote of a majority of the whole Board of Directors.

ARTICLE VI – DUES

Section I

The annual dues shall be determined by the Board of Directors by a majority vote.

Section II

Dues of those associations with whom the Alumni is affiliated shall be paid by the Treasurer as they are due.

ARTICLE VII – FINANCE

Section I

The monies of the Alumni shall be deposited in the name of the Alumni in such banks or trust companies as the Board of Directors shall designate and shall be drawn out only by check signed by persons designated by resolution by the Board of Directors.

Section II

The fiscal year of the organization shall begin on the first day of July in each year, unless otherwise provided by the Board of Directors.

Section III

No monies shall endure to the benefit of any member, and if this organization should dissolve, then all funds and property shall be paid over to and for the use of the Grosse Pointe Academy and in the event it shall no longer be located in Grosse Pointe Farms, Michigan, then said funds and property shall be paid over to such organizations as shall qualify under section 501 © (3) of the Internal Revenue Code, within the discretion of the Board of Directors.

ARTICLE VIII – BOOKS AND RECORDS

Section I

The books, accounts and records of the organization, except as may be otherwise required by the laws of the State of Michigan, may be kept at such place or places as the Board of Directors may appoint. The Board of Directors shall determine whether and to that extent the accounts and books of the organization, or any of them, shall be open to the inspection of the members, and no members shall have any right to inspect any account or book or document of the organization, except as conferred by law or by resolution of the members or directors.

ARTICLE IX – COMMITTEE ON NOMINATIONS

Section I

The Committee on Nominations shall consist of at least four members appointed by the President. It shall be the duty of this Committee to present nominations for all officers as provided in the Constitution. The President shall be an ex-officio member of this committee but shall not be entitled to vote.

Section II

The Nominating Chairman shall ensure that continuity be maintained in the proposed slate of nominations of officers, and committee chairmen.