



COLLEGIATE

RISE ABOVE. GO BEYOND.

BY-LAWS AS REVISED JANUARY 2008

LOUISVILLE COLLEGIATE SCHOOL ALUMNI ASSOCIATION

ARTICLE I

Name

The name of this organization shall be The Louisville Collegiate School Alumni Association (“Association”).

ARTICLE II

Purpose

The purpose of this Association is to: (1) lend to the Louisville Collegiate School (“LCS”) the organized support of its members by providing a unified organization for the alumni of LCS; (2) foster the perpetuation and preservation of the history, values and traditions of LCS; (3) provide a network for the exchange of information on college, career and retirement opportunities for students and alumni; (4) conduct activities and communicate with alumni on a systematic and regular basis; and (5) provide fund raising effort as well as financial support to assist LCS in its mission.

ARTICLE III

Membership

Section 1. Members of the Association shall include the graduates of LCS.

Section 2. Students who have attended LCS for at least one year will be considered Associate Members.

ARTICLE IV

The Association’s Board of Directors

Section 1. Personnel. The Association’s Board of Directors (“Alumni Board of Directors”) shall consist of Officers, the Alumni Representative to the Louisville Collegiate School Board of Trustees Development Committee, the Alumni Representative to the Louisville Collegiate School Enrollment Committee, the Chair of all committees and Members-at-Large appointed by the nominating and selection procedures of the Membership Committee. Members-at-Large shall be appointed to the extent possible to reflect the gender and geographic composition of the Association members.

Section 2. Duties. The Alumni Board of Directors shall have general charge and control of the activities, properties, and funds of the Association. In respect to all questions regarding the interpretation of these by-laws, the decision of a simple majority of the Alumni Board of Directors shall control and be final. Members of the Alumni Board of Directors also shall perform the following duties:

- (a) **Promote the Welfare** – To promote the Alumni’s overall welfare among LCS constituencies (parents, students, faculty, patrons, community and other alumni).
- (b) **Serve on Committees** – To serve on one or more of the Association’s committees.
- (c) **Contribute Financially** – To contribute financially to the Annual Giving campaign and to pay annual Association dues.
- (d) **Attend Board Meetings** – To attend Alumni Board of Directors and/or committee meetings.
- (e) **Voluntarily Resign** – Voluntary resignation will be assumed for any member who has more than three unexcused absences from Regular Meetings.

Section 3. Terms of Office and Vacancies. Members shall serve three year renewable terms. Vacancies among officers may be filled by a majority vote of a quorum of the remaining members of the Alumni Board of Directors present at any Regular or Special Meeting. Persons so elected shall serve until the expiration of the original term of office. A member may be removed with or without cause at a properly noticed Regular or Special Meeting with the approval of two-thirds of the other members present. Any member may resign from office at any time by delivering a resignation in writing to the President, and the acceptance of the resignation, unless required by its terms, shall not be necessary to make the resignation effective.

Section 5. Meetings. Regular Meetings shall occur at least four times per year. A Special Meeting of the Association may be called by the President at the request of at least ten members of the Alumni Board of Directors.

Section 6. Quorum. A quorum will be met at regular or special meetings if the majority of the Alumni Board of Directors are present either in person, by telephone, or email.

Section 7. Notice. Regular meetings shall be noticed at least 21 days prior to the meeting. Special meetings shall be noticed at least 10 days prior to the meeting, except in extraordinary circumstances as found by the President and at least one other Officer of the Association. Notice may be made through electronic mail, regular United States mail or otherwise.

Section 8. Emeritus. The Alumni Board of Directors may appoint to the position of Emeritus Alumni Board of Director upon a simple majority vote of a Quorum present at any Regular or Special Meeting any individual deemed deserving of such a position. An Emeritus Alumni Board Member shall be a non-voting position.

ARTICLE V

Officers

Section 1. Personnel. The officers of the Association shall consist of President, First Vice-President, Second Vice-President, Secretary, Treasurer and Co-Treasurer.

Section 2. Nominating and Election. The Membership Committee shall present a slate of not more than two candidates for each office to be filled. Additional nominations from the floor may be made provided consent of the nominee has been obtained. Officers shall be elected at the Annual Meeting of the Alumni Board of Directors for a term of two years.

Section 3. Duties:

(a) **President** – The President shall be the executive officer of the association, shall call together and preside at the meetings of the Alumni Board of Directors, and shall be a member of the Louisville Collegiate School Board of Trustees. The President shall have the authority to act on behalf of the Association or bind the Association contractually with a simple majority vote of the Quorum of any Regular or Special Meeting. In extraordinary circumstances (as determined by the President), the President may act on behalf of the Association or bind the Association contractually by receiving through electronic mail or telephone the consent of a simple majority of the Members-at-Large and Officers of the Alumni Board of Directors.

(b) **First Vice-President** – The duties of the First Vice-President shall be to assume the duties of the President in his/her absence or at the request of the President. The First Vice-President shall carry out responsibilities as designated by the President. The First Vice-President shall also oversee alumni fundraising activities in conjunction with the Coordinator of Alumni and Public Relations.

(c) **Second Vice-President** – The duties of the Second Vice-President shall be to oversee special events and carry out responsibilities as designated by the President.

(d) **Secretary** – The duties of the Secretary shall be to keep the minutes of the Alumni Board of Directors meetings; and to attend to the correspondence of the Association in conjunction with the Coordinator of Alumni and Public Relations.

(e) **Treasurer** – The Treasurer shall manage the financial affairs of the Association. The Treasurer shall oversee all matters related to the disbursement of funds and collection of revenues. The Treasurer shall provide financial statements to the Alumni Board of Directors.

(f) **Co-Treasurer** – The Co-Treasurer shall carry out responsibilities designated by the Treasurer.

ARTICLE VI
Alumni Representation On The
Louisville Collegiate School Board Of Trustees

Section 1. Personnel. In addition to the President, there shall be one Alumni Representative to the Louisville Collegiate School Board of Trustees Development Committee and one Alumni Representative to the Louisville Collegiate School Board of Trustees Enrollment Committee or to any other Committee of the Louisville Collegiate School Board of Trustees as the Louisville Collegiate School Board of Trustees sees fit.

Section 2. Nomination and Election. The Membership Committee shall present a slate of not more than two candidates for Alumni Representative to the Louisville Collegiate School Board of Trustees Development Committee and the Louisville Collegiate School Board of Trustees Enrollment Committee. Additional nominations from the floor may be made provided consent of the nominee has been obtained. An Alumni Representative to the Louisville Collegiate School Board of Trustees Development Committee and the Louisville Collegiate School Board of Trustees Enrollment Committee shall be elected at the Annual Meeting of the Alumni Association Board of Directors for a term of two years.

ARTICLE VII
Committees

Section 1. Standing Committees. There may be the following Standing Committees:

- (a) **Communications Committee** – The goal of the Communications Committee shall be to inspire Members and Association Members to connect with the school personally, electronically and/or financially and strengthen and coordinate consistent communications via the Bulletin, website and electronic mail.
- (b) **Cultivation Committee** – The goal of the Cultivation Committee shall be to foster interest and involvement of Members and Associate Members in the Association through events and activities.
- (c) **Finance Committee** – The goal of the Finance Committee shall be to manage and account for the finances of the Association.
- (d) **Fundraising Committee** – The goal of the Fundraising Committee shall be to raise money for LCS.
- (e) **Membership Committee** – The goal of the Membership Committee shall be to recruit and involve a broad number and type of Members and Associate Members in the various endeavors of the Association.

Section 2. Special Committees. Special Committees shall be appointed as needed by the President who shall designate their purpose, powers, and the term of the appointment.

ARTICLE VII

Dues

Section 1. Annual dues shall be paid on receipt of a notice which shall be mailed by the Treasurer. All changes in the dues structure must be approved by a simple majority vote of a Quorum present at any Regular or Special Meeting of the Alumni Board of Directors.

Section 2. The fiscal year of the Association shall coincide with that of LCS.

ARTICLE IX

Amendments and Rules of Order

Section 1. Amendments. No additions, alterations or amendments shall be made to these by-laws except at a meeting of the Alumni Board of Directors and unless the changes proposed shall receive an affirmative vote of 2/3 of those Alumni Board of Directors present. All proposed additions or amendments shall be submitted in writing to the Alumni Board of Directors at least seven days prior to presentation at the meeting at which they are to be discussed.

Section 2. Rules of Order. Robert's Rules of Order shall be parliamentary authority for all matters of procedure not specifically covered by the by-laws or special procedure adopted by the Association.