

Bylaws of Molalla High School Alumni Association

Article I

Organization

1. The name of the organization shall be Molalla High School Alumni Association
2. This organization is recognized by the IRS as a 501 c (3) non-profit.
3. The Federal Tax ID Number is 14-1925487
4. The Motto is "Keeping the Connection"

Article II

Purposes

1. To enhance higher educational opportunities for Molalla High School graduates through promotion and management of monies collected in a permanent fund to be awarded as scholarships by the organization.
2. To develop fellowship among former students of Molalla High School and promote camaraderie and lasting connections between fellow alumni.
3. To plan and direct the planning and accomplishment of the annual all-members reunion event including the annual meeting of the association.
4. To help individual year class organizations with their class reunions.

Article III

Membership

Membership in the organization shall be open to all who attended Molalla High School for any length of time or who are interested in and approve of the purpose of the organization.

Article IV

Meetings

1. The annual membership meeting of this organization shall be held annually at a date and time set by the board of directors.
2. The Secretary shall arrange to notify every member at the address indicated in the membership database of this organization of the time and place of such annual meeting to the extent possible.
3. Annual meetings of this organization shall be held in Molalla, Oregon if possible.
4. The members present shall constitute a quorum to conduct the business of this organization.
5. Special meetings of this organization may be called by the President when it is deemed to be in the best interests of the organization. Notices of a special meeting shall be made to all members as in Art. IV Sec. 3, at least ten (10) days before the scheduled date set for such meeting. The notice shall state the reasons that the meeting has been called and the business to be transacted at the meeting.
6. At the request of a majority (more than 50%) of the members of the Board of directors or 50 members of the organization, the President shall cause a special meeting to be called. Such a request must be made in writing at least ten (10) days before the requested scheduled date.
7. No other business but that specified in the notice may be transacted at such a special meeting without the unanimous consent of all present.

Article V

Voting

1. At all meetings, except for the election of directors, all votes shall be in the manner prescribed by the board of directors. For the election of directors ballots shall be provided if there is more than one candidate for a position, and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.
2. At any regular or special meeting if a majority is required, any question may be voted upon in the manner and style provided for the election of directors.
3. At all votes by ballot the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall at the conclusion of such balloting certify in writing to the President the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.
4. No "Inspector of Election" shall be a candidate for office.

Article VI

Annual Meeting Order of Business

1. Call to order
2. Reading of the minutes of the preceding meeting
3. Reports of committees
4. Reports of officers
5. Old and unfinished business
6. New business
7. Adjournment

Article VII

Board of Directors

1. The business of this organization shall be managed by a Board of Directors consisting of at least seven (7) elected members.
2. The officers of the organization shall be chosen from the Board of Directors at an organizational meeting to be conducted within 90 days after the election at the annual meeting. At this meeting committee chairs shall be named, and the time and place of the next meeting shall be set.
3. The directors shall be elected at the annual meeting of this organization and shall serve for a term of three (3) years. The terms shall be staggered so that at least two (2) directors are elected each year.
4. The Board of Directors shall accomplish the control and management of the affairs and business of this organization. It shall only act in the name of the organization when it shall be regularly convened by its president after due notice to all the directors of such meeting.
5. Fifty-one (51) percent of the members of the Board of Directors shall constitute a quorum. Meetings may be held as determined by the president or as called for by a majority of the Board of Directors.
6. Each director shall have one vote and such voting may not be done by proxy.
7. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.
8. Vacancies on the Board of Directors shall be filled by a majority vote of the remaining members of the Board of Directors for the balance of the year.

9. The Board of Directors shall select from its members a President, a Vice President, a Secretary, and a Treasurer. These Officers shall be elected every year.
10. A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

Article VIII

Officers

1. The officers of the organization shall be as follows: President, Vice President, Secretary, Treasurer of the alumni fund.
2. The **President** shall:
 - a. Preside at all general membership meetings.
 - b. Present at each annual meeting of the organization an annual report of the work of the organization.
 - c. Appoint all committee chairs, standing or temporary.
 - d. See that all books, reports, and certificates required by law are properly kept or filed.
 - e. Be one of the officers designated to sign the check of the organization.
 - f. Have such powers as may be reasonable construed as belonging to the chief executive officer of any organization.
3. The **Vice President** shall, in the event of the absence or inability of the President to exercise this office, become acting president of the organization with all the rights, privileges, and powers as if he/she had been the duly elected president.
4. The **Secretary** shall keep the minutes and records of the organization in appropriate books and shall:
 - a. File any certificate required by any statute, federal or state.
 - b. Give and serve all notices to members of this organization.
 - c. Be the official custodian of the records of this organization.
 - d. Be one of the officers who is designated to sign checks.
 - e. Present to the membership at any meetings any communication addressed to the Secretary of the organization.
 - f. Attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

5. The **Treasurer** shall have the care and custody of all monies belonging to the organization except the Molalla Alumni Scholarship Fund, and:
 - a. Shall deposit in a regular business bank or trust company chosen by the Board of Directors, all monies received by the organization.
 - b. Must be one of the officers who shall be designated to sign checks of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. Nor shall there be any “slush” funds or petty cash funds.
 - c. Shall strictly account for all receipts and disperse funds only by check after receipt of a billing or invoice.
 - d. Shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of such meeting.
 - e. Shall exercise all duties incident to the office of Treasurer.
6. Compensation: No officer shall for reason of their office be entitled to receive any salary of compensation, but nothing herein shall be construed to prevent an officer or director from receiving any compensation from the organization for duties other than as a director or officer.

Article IX

Committees

1. All committees of this organization shall be appointed by the Board of Directors and their term of office shall be for a period of one year or as noted for the Scholarship Committee. Any committee member may be reappointed subject to the member’s concurrence. The four standing committee chairs, or their designees, are members of the Board of Directors.
2. The standing committees shall be:
 - a. **Reunions.** This committee shall stage the annual all-class reunion.
 - b. **Nominations.** This committee shall recruit volunteer members to serve on the Board of Directors and staff the various committee vacancies.
 - c. **Publicity and Database.** This committee shall be responsible for publishing a Newsletter periodically, maintaining a data base of alumni names that will be available for distribution of information of interest to the members, and making the database information available for individual class reunions.
 - d. **Scholarship.** This committee shall administer the Molalla Alumni Scholarship Fund (MASF) and the awarding of Financial Aid Scholarships to deserving graduates of the Molalla River School District.

3. The **Scholarship Committee** shall be organized in this way:
- a. It shall consist of at least six (6) members nominated by the Scholarship Committee and consented to by the Board of Directors. Members shall serve three (3) year terms, one third of which shall become vacant each year. Members may be reappointed to additional terms.
 - b. The committee shall have an organization meeting in June each year and shall meet at least three (3) times a year for fund updates, fund investment counseling, scholarship award selection and other germane business.
 - c. The officers to be elected by the Scholarship Committee shall be:
 - i. **Chairperson:** who shall set the dates of and chair the meetings.
 - ii. **Vice Chairperson:** who shall preside in the absence of the chairperson and assist the chairperson in carrying out the chairperson's duties.
 - iii. **Recorder:** who shall take minutes and keep a permanent record of the business of the committee. Copies of these minutes shall be forwarded to the Alumni Association Secretary. The recorder shall ensure that the alumni scholarship is well-advertised and made known to the Molalla River School District. He or she will be the point of contact for distribution of applications and the receipt of completed applications. These duties may be delegated to others with the action of the Scholarship Committee.
 - iv. **Funds Manager:** who shall receive and acknowledge donations, disburse the scholarships, and pay any other bills as authorized by committee action. The Funds Manager shall prepare a financial statement for each Scholarship Committee meeting, and it shall be a complete accounting of monies received, earnings of investments and disbursements. This statement shall be distributed to each scholarship committee member, Board of Directors member, and made available to any member of the Molalla High School Alumni Association on request.
 - v. **Investment Manager:** who shall invest the funds subject to the approval of the Scholarship Committee. The Investment Manager may be a Brokerage Account Manager or a fee-based Fund Account Manager to be decided by the Scholarship Committee.
 - d. The Scholarship Committee shall have final say on the investment of the Molalla Alumni Scholarship Fund.

e. Scholarship Awards:

- i. To be eligible to receive a scholarship for any accredited two- or four-year college, university, or accredited trade school, the applicant must have graduated from Molalla High School.
- ii. Selection criteria reflected in the scholarship application shall include, but not be limited to grade point average (GPA), community and school support and activities, personal integrity, and predicted success in higher education.
- iii. The number of scholarships and monetary value of each shall be determined by the Scholarship Committee after considering the value of the Fund over the past five years and total contributions received. The goal is that the minimum funds awarded each year shall be five percent (5%) of the average value of the past five (5) years and may be enhanced by the use of annual contributions. The scholarships awarded shall be eligible for use the following academic year but may be extended upon application to and approval of the committee.
- iv. The Scholarship Committee shall meet and jointly rank the applicants. They will select the top-ranked applications. If that number exceeds the number of scholarships to be awarded by at least three (3), they will be forwarded to an *ad hoc* committee. This committee, a majority of whom are not members of the Alumni Association, shall be appointed by the Scholarship Committee. They will read the applications and make the final selection of awardees.

f. Financial Review. The President of the Molalla High School Alumni Association shall appoint a person who is not a member of the committee to perform a Periodic financial review of the Molalla Alumni Scholarship Fund. The review shall be made available to the Scholarship Committee, the Board of Directors and any member of the Molalla High School Alumni Association who may request it.

g. Donations:

- i. The Scholarship Committee shall solicit donations to the scholarship fund and may use a portion of the fund, not to exceed 0.2% (two-tenths of one percent) for mailings and other promotions.
- ii. All donations shall be acknowledged in accordance with IRS instructions.
- iii. Any donor contributing an amount that is \$30,000 or greater at one time may request that a scholarship be awarded in a name specified by the donor. The "named scholarship" shall be attached to one of the scholarships awarded annually. Any individual or group donating an amount equal to or exceeding the amount of a scholarship may, at their request, have a one-time scholarship awarded in the name of whomever they choose. These will be in addition to the number of scholarships normally awarded.

Article X
Amendments

These Bylaws may be altered, amended, repealed, or added to by an affirmative vote of the members of the Molalla Alumni Association at an annual or special meeting conducted as outlined in Article IV Meetings.

Article XI
Dissolution Clause

1. In the event that the Molalla High School Alumni Association is dissolved as an organization, the following contingencies shall be enacted:
 - a. The assets of the association shall be directed to the Oregon Community Foundation for use as a Molalla High School Alumni Scholarship Fund available for graduates of the Molalla High School District.
 - b. The Molalla alumni database shall be destroyed unless it can be transferred to the individual class contact persons or can be safely retained as a historical record.