

McDonogh 35 Alumni Association, Inc.

BYLAWS

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Table of Contents

Article I. GENERAL PROVISIONS	1
Article II. MEMBERSHIP	1
Section 1: Types of Membership	1
Section 2: Rights and Privileges	2
Section 3: Membership Dues	2
Section 4: Termination of Membership	3
Section 5: Affiliate Chapters	3
Article III. GOVERNANCE	4
Section 1: Board of Directors	4
Section 2: Number, Election, and Term of Office	4
Section 3: Officers	4
Section 4: Removal	4
Section 5: Vacancies	4
Section 6: President	4
Section 7: Vice President	4
Section 8: Recording Secretary	4
Section 9: Financial Secretary	5
Section 10: Treasurer	5
Section 11: Parliamentarian	5
Section 12: Sergeant-At-Arms	5
Article IV: Regular and Ad-Hoc Committees	5
Section 1: Purposes	5
Section 2: Number, Election, and Term of Office	5
Section 3: Officers	5
Section 4: Vacancies	5
Section 5: Quorum	5
Section 6: Rules and Responsibilities	5
Section 7: Powers	5
Article V: Meetings	6
Section 1. Meetings	6
Section 2: Quorum	6
Section 3: Voting	6
Article VI: Bylaws, Policies and Procedures, and Amendments	7
Section 1: Proposed Amendments	7
Section 2: Action on Amendments	7
Section 3: Dissolution	7
Section 4: Conflict of Interest	7
Article VII: RELATIONSHIP WITH MCDONOGH 35 HIGH SCHOOL	7
Article VIII: FINANCIAL REVIEW	7
Article IX: ANNUAL BUDGET	8
Article X: FISCAL YEAR	8
Article XI: INDEMNITY OF DIRECTORS AND OFFICERS	8
Article XII: NO POWER TO BIND ASSOCIATION	8
Article XIII: CHARITABLE PURPOSE	8
VISION, MISSION, and MOTTO	9
ALMA MATER	10

MCDONOGH 35 ALUMNI ASSOCIATION, INCORPORATED

BYLAWS

ARTICLE I: GENERAL PROVISIONS

The **McDonogh 35 Alumni Association** (hereinafter referred to as **the Association**) is founded by and for the alumni of McDonogh 35 Senior High School of New Orleans, Louisiana. **The Association** is organized for the purposes set forth in its Articles of Incorporation, which are filed with the State of Louisiana and for the specific purposes as set forth below:

1. To serve and promote the educational interests of McDonogh 35 Senior High School in the city of New Orleans, Louisiana.
2. To serve as a forum for alumni to maintain contact with the school and one another.
3. To function as the official voice of alumni in communicating with the school and appropriate governing bodies.

ARTICLE II: MEMBERSHIP

II. SECTION 1. TYPES OF MEMBERSHIP

1.1 REGULAR MEMBER – Any graduate of McDonogh 35 Senior High School who has paid their annual dues for the current fiscal year.

1.2 LIFE MEMBER – Any graduate of McDonogh 35 Senior High School who pays the Life Membership fee. Once the fee has been paid, no annual dues are required for the remaining lifetime of the member. Life Members are encouraged to continue to support **the Association** through an annual contribution.

1.3 LIFE INSTALL MEMBER – Any graduate of McDonogh 35 Senior High School who pays Life Membership installments within the same fiscal year that total the Life Membership fee. Once the total Life Membership fee is paid, they become a Life Member.

1.4 HONORARY MEMBER – Upon the written recommendation of any Active Member and by a two-thirds (2/3) vote of the Board of Directors, Honorary Membership may be conferred upon any person who shall have rendered notable service to McDonogh 35 Senior High School. An Honorary Member shall be entitled to all of the rights and privileges as an Association member except for voting and holding office. Honorary membership cannot be conferred upon a living graduate of McDonogh 35 Senior High School.

1.5 ASSOCIATE MEMBER – Any current or former administrator, faculty member, friend, or supporter who is not a graduate of McDonogh 35 Senior High School and who pays annual dues for the current fiscal year. Associate members shall be entitled to all rights and privileges of a Regular member except holding office.

1.6 ACTIVE MEMBER – Any Regular, Life, Life Install, or Associate member.

II. SECTION 2. RIGHTS AND PRIVILEGES

2.1 Active members only shall be eligible to vote and hold office in the Association. Active members prior to nomination who have been an alumnus/alumna for one year and served on a committee shall be eligible to hold office—except for Associate members who cannot hold office.

2.2 Active members shall receive a membership pin. Pins are available after the initial registration at the general membership meeting.

2.3 Life Members shall receive a pin and a special membership card stating that she/he is a Life Member of **the Association**.

2.4 Honorary Members shall receive a pin and plaque stating that she/he is an Honorary Member of **the Association**.

2.5 Visitors (non-alumni and non-active alumni) cannot vote, hold office, be counted in a quorum, or participate in any discussion regarding on agenda items for which votes of the general membership is needed. Invited guests of the Board of Directors shall be able to speak on the agenda items for which they were invited to present—and to participate in the discussion of those agenda items for which they were invited to present. (Effective: First fiscal meeting in 2018-2019, October 4, 2018)

II. SECTION 3. MEMBERSHIP DUES

3.1 **Membership dues** are determined by the Board of Directors and approved by the Active membership. Dues are subject to change. Currently, the dues are as follows:

- a. Regular Membership Annual Dues - \$35.00 (USD)
- b. Life Membership Dues - \$350.00 (USD) (one-time payment)
- c. Life Membership Installment Dues - \$350.00 (USD) (must be paid within one fiscal year). All installment payments must be paid in the same fiscal year. If installment payments are not received by September 30th of the fiscal year in which the installments were initiated, then the payments made will be forfeited, less the dues of Regular Membership—and will be reallocated to the Scholarship Fund of the Association.
- d. Associate Membership Annual Dues - \$35.00 (USD)

3.2 Payment of Annual Dues

- a. Annual dues are paid for the fiscal year that begins on October 1 of a year and ends on September 30 of the next year. (October 1 - September 30).
- b. Annual dues are applied to the current fiscal year regardless of when payment is received within the fiscal year, unless paid after June 30 or specifically designated for another year.
- c. Refund of Dues: All dues are non-refundable.

3.3 ONLY graduates of McDonogh 35 Senior High School may apply for Life membership and pay Life membership dues.

3.4 COMPLIMENTARY MEMBERSHIP – Upon receiving a diploma from McDonogh 35, a graduate will receive a complimentary one-year membership in the Alumni Association.

II. SECTION 4. TERMINATION OF MEMBERSHIP

4.1 The board of directors shall have the power to recommend any action against a member it may deem necessary including removal of membership privileges for cause, including but not limited to: if any member of the Association uses his/her membership in a dishonest, fraudulent or illegal way.

4.2 The Board of Directors can expel a member providing that an active member, in good standing with the Association, has presented a written request that such action be taken, outlining their reasons for expulsion, following which the Board has executed reasonable effort for fact-finding and reconciliation, as outlined in the below Procedure for Due Process, and majority vote of the General Membership present at a regular meeting where said request for termination is on the agenda.

PROCEDURE FOR DUE PROCESS:

Notice: Not less than 30 days prior written notice of expulsion/termination and the reasons therefore, by 1st class and certified mail, sent to the last address of the member as shown on the Membership Roll of the Association.

Opportunity to Defend: An opportunity for the member to be heard orally or in writing, not less than 30 days before the effective date of termination, by a person or persons authorized by the Board to decide, taking into consideration all of relevant facts and circumstances, whether or not: the termination is rescinded, or it is fair and reasonable to terminate. Notice of decision shall be communicated to the member within no later than seven (7) calendar days following the hearing.

Loss of Rights and Benefits: The member whose membership has been involuntarily terminated loses ALL rights and benefits of membership.

Appeal: A proceeding challenging termination, including defective one challenging defective notice, must be commenced within 1 year after the effective date of termination.

Reinstatement of Membership: A member whose membership has been involuntarily terminated becomes eligible for consideration for re-admittance for membership following 1 year. If the member is reinstated, he/she must pay Annual or Lifetime dues in full to resume the status of Active membership. The following procedure is to be followed for reinstatement:

- a. submit a written application
- b. supported by letters of recommendation from 2 active members, in good standing
- c. recommendation for reinstatement from the Board
- d. majority vote of General Membership present at a regular meeting, where said request is on the agenda.

SECTION 5. AFFILIATE CHAPTERS

5.1 Purpose. An affiliate chapter is an approved affiliate organization approved by the Board Of Directors of the McDonogh 35 Alumni Association in New Orleans, LA (designated as **the National Alumni Association**) established to further the vision, mission, and programs of **the National Alumni Association**.

5.2 Membership. An affiliate chapter is comprised of alumni and/or friends (as defined in Article II, Section I) residing in and around a certain geographic region outside of New Orleans, Louisiana who have a common interest in supporting and promoting McDonogh 35 Senior High School in alignment with **the National Alumni Association**.

5.3 Chapter Organization. Affiliate chapters shall be guided by **the National Alumni Association** Bylaws; maintain their own 501c3 status; operate according to the laws of the geographic region, which govern organizations; be financially self-sufficient; and

operate within the fiscal year of the **National Alumni Association** (October 1- September 30).

(4)

- 5.4 Membership Fees.** All affiliate chapters members must be active members (see Article II. Section 1.Types of Membership) of the National Alumni Association. The Affiliate chapter must submit the national dues and membership roster to the National Association. Affiliate chapters may establish their own annual dues.

Article III: GOVERNANCE

III. Section 1. The Board of Directors. The Board of Directors shall have the general power to manage and control the affairs and property of the Association, and shall recommend, by majority vote of board membership, rules and regulations governing the action of the Association. Final adoption of proposed rules shall only take effect upon a majority vote of active members present and voting at a regular meeting of the Association.

III. Section 2. Number, Election, and Term of Office. The Board of Directors shall consist of no less than five (5) and no more than eleven (11) members to include the Immediate Past President. Election to the Board of Directors shall be by majority vote of the Active membership of **the Association** and shall occur at the annual meeting designated for such purpose, except in the case of filling vacancies. Each Director shall hold office for a term of two (2) years and thereafter until her/his successor is duly elected and qualified.

III. Section 3. Officers. The Board of Directors shall elect from among its members a President, Vice-President, Recording Secretary, Treasurer, Financial Secretary and such other officers, as it may consider appropriate with such duties as it may prescribe. The Officers shall be elected by a majority vote of the members of the Board of Directors at the organizational meeting and at every annual meeting of the Board thereafter. Not more than one office may be held simultaneously by the same person. Each Officer shall hold office for a term of two (2) years and thereafter until her/his successor shall have been duly elected and qualified.

III. Section 4. Removal. Any Officer may be removed from his/her position with the Board of Directors upon an affirmative vote of two-thirds of the entire Board of Directors, whenever in its judgment the best interests of **the Association** would be served thereby.

III. Section 5. Vacancies. Any vacancy occurring on the Board of Directors prior to the expiration of a term shall be filled within 45 calendar days of the vacancy occurring. At a regular or special called meeting for such purpose, a qualified successor shall be elected by a majority vote of active members of the Association present and voting, with nominations taken from the floor prior to a vote at said meeting. A Director elected to fill a vacancy shall hold office for the unexpired term of her/his predecessor in office.

III. Section 6. President. The President shall be the chief executive officer of **the Association** and, in general, shall supervise and control all of the business and affairs of **the Association**. She/he may sign, with the Recording Secretary or any other proper officer of the Association authorized by the Board of Directors, any instruments or documents which the Board of Directors has authorized to be executed. She/he shall perform all such other duties as may be prescribed by the Board of Directors from time to time.

III. Section 7. Vice President. In the event of the illness, death, resignation or removal of the President, the person who serves as Vice President shall assume the office of President until the Board of Directors elects a successor to the President and shall perform all such other duties as may be prescribed by the Board of Directors.

III. Section 8. Recording Secretary. The Recording Secretary shall keep the minutes of the meetings of the Board of Directors and general membership; see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law; be the custodian of the

corporate records and seal; and perform such other duties as assigned to him/her by the President or by the Board of Directors.

(5)

- III. Section 9. Financial Secretary.** The Financial Secretary shall receive and give receipts for monies due and payable to **the Association**; collaborate with the Treasurer to create a budget for each fiscal year; be the custodian of the membership records; and perform such other duties as may be assigned to him/her by the President or by the Board of Directors.
- III. Section 10. Treasurer.** The Treasurer shall be responsible for all funds and securities of **the Association**; deposit all such monies in the name of **the Association** in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the Bylaws; and perform such other duties as may be assigned to him/her by the President or by the Board of Directors.
- III. Section 11. Parliamentarian.** The Parliamentarian shall be appointed by the President of the Board of Directors and shall govern the conduct of this organization. She/ He shall be responsible for having knowledge of Robert Rules of Order.
- III. Section 12. Sergeant-At- Arms.** The Sergeant-At- Arms shall be appointed by the President of the Board of Directors of association and shall be responsible for maintaining internal order during any formal convening of the association.

ARTICLE IV: REGULAR AND AD HOC COMMITTEES

- IV. Section 1. Purposes.** The Board of Directors may establish such standing and ad-hoc committees to assist it in the performance of its duties, as it considers appropriate.
- IV. Section 2. Number, Election, and Term of Office.** The members of each standing and ad-hoc committee shall include one (1) member of the Board of Directors. Members of each regular committee shall be appointed by the President—and shall serve until resignation or removal by the President. Each standing and ad-hoc committee shall have, at least, 3 members participate on the committee.
- IV. Section 3. Officers.** The Chairman and Vice Chairman of such committee, and such other officers, shall be determined by the members of the Committee at the organizational meeting. The Chairman, Vice Chairman, and any other officers of each such committee shall have such duties as the President prescribes and must hold active membership in **the Association**.
- IV. Section 4. Vacancies.** Membership will be notified of committee vacancies. Active members may volunteer or be recommended.
- IV. Section 5. Quorum.** Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the committee.
- IV. Section 6. Rules and Responsibilities.** Each committee may adopt rules for its own governance in accordance with the Bylaws or with rules adopted by the Board of Directors. Each committee must keep attendance and minutes—and submit the them to the Recording Secretary within one week following the committee meeting.
- IV. Section 7. Powers.** Each standing and ad-hoc committee shall have such powers as the Board of Directors may grant it in accordance with the Articles of Incorporation, and the Bylaws.

ARTICLE V: MEETINGS, QUORUM, AND VOTING

Section 1. Meetings.

- 1.1** The Active membership shall meet at a minimum annually on the first Thursday of October, at such time and place as shall be established by the Board of Directors. Notice of the meeting shall be delivered via the Association's established forms of communication no later than 30 days prior to the meeting.
- 1.2** Other meetings of the membership shall be held at such time as the President of the Board of Directors may direct. Notice of the meeting that clearly states the purpose of the meeting shall be delivered via the Association's established forms of communication no later than 14 days prior to the meeting.
- 1.3** Emergency meetings of the Board of Directors may be called by The President provided that the purpose is clearly stated.
- 1.4** The President or Recording Secretary shall call special meetings of the Board of Directors at any time when requested to do so by three members of the Board of Directors.
- 1.5** The President or Recording Secretary of the Board of Directors, upon the written request by an appointed committee or its chairperson acting upon the written authority of the committee, shall call special meetings of the membership at any time.

V. Section 2. Quorum.

- 2.1** A quorum at any meeting of the Active membership shall consists of 10% of the active membership or 20 members, whichever is less.
- 2.2** A quorum at any meeting of the Board of Directors shall be one more than half the board membership.
- 2.3** A quorum at any meeting of any committee shall be one more than half the committee membership.

V. Section 3. Voting

- 3.1** Voting shall be by the Active membership only (see Article II, Section 2).
- 3.2** No member shall cast more than one vote.
- 3.3** Voting will be by show of hands or ballot except as otherwise directed by these bylaws.
- 3.4** A majority of the members present and voting, or voting by absentee ballot as allowed by these bylaws will be required to carry a vote, except as otherwise directed by these bylaws.
- 3.5** Members unable to attend meetings may vote by email or postal mail, or by written notice delivered to a director by the time of the meeting, on any proposal put forth by membership or the Board of Directors.

ARTICLE VI: BYLAWS, POLICIES AND PROCEDURES, AND AMENDMENTS

The conduct of the affairs of the Association, its membership and Board of Directors shall be governed by this set of Bylaws, which may be amended in accordance with the provisions thereof. All matters and rules for the governance of the Association not specifically covered in the Bylaws, insofar as permitted by law, may be set forth in Association Policies and Procedures—as recommended by the Board of Directors, and adopted by a majority vote of active members present and voting at a regular meeting of the Association. The Bylaws and Policies and Procedures shall be provided to any member upon their request.

Section 1. Proposed Amendments.

Active members in good standing may propose an amendment at any time by submitting it in writing to the President for submission to the Bylaws Review Committee.

VI. Section 2. Action on Amendments.

Upon recommendation of the Bylaws Committee, proposed amendments must be voted on and approved by a majority vote of the general membership present at an association meeting. Notice of the Action on Amendments must be pursuant to Article V, Section 1.2.

VI. Section 3. Dissolution.

This Association may be dissolved by a unanimous vote of the Board of Directors. In the event of dissolution of the Association, any assets held for its use from donations, sales, program receipts or other sources shall be distributed in accordance with Article I and IRS 501(c)3 regulations. Notice of the intent to dissolve must be provided at a meeting convened for such a purpose, using information channels as stated in Article V, Section 1.2.

VI. Section 4. Conflict of Interest.

Any possible conflict of interest on the part of any member of the Board, officer or employee of the corporation shall be disclosed in writing to the Board of Directors. At such time as any matter comes before the Board in such a way as to give rise to a conflict of interest, the affected Director shall make known the potential conflict and will withdraw from the meeting for as long as the matter shall continue under discussion. Should the matter be brought to a vote, neither the affected Director nor any other Director with a pecuniary benefit transaction with **the Association** will vote on it. The Board will comply with all requirements of Louisiana law where conflicts of interest are involved.

ARTICLE VII: RELATIONSHIP WITH MCDONOGH 35 HIGH SCHOOL

In accordance with the stated purposes of **the Association**, the Board of Directors shall make all reasonable efforts to maintain good relations and communication with McDonogh 35 Senior High School (“the School”), its successors and its constituents. The finances of **the Association** shall be separate and apart from the school. **The Association** may donate funds to the School for various purposes.

ARTICLE VIII: FINANCIAL REVIEW

The Board of Directors, at its discretion, may obtain a financial review of all books and records pertaining to **the Association**.

ARTICLE IX. ANNUAL BUDGET

The Board of Directors shall adopt a budget for each fiscal year for the purpose of estimating **the Association's** income and anticipated expenses.

ARTICLE X. FISCAL YEAR

The fiscal year of **the Association** shall be from October 1 to September 30.

ARTICLE XI. INDEMNITY OF DIRECTORS AND OFFICERS

Every Director, officer or employee of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be made a party to, or in which he/she may become involved, by reason of her/his being or having been a Director, officer, or employee of **the Association** or any settlement thereof, whether or not he/she is a Director, officer or employee at the time such expenses are incurred, except in such cases wherein the Director, officer or employee is adjudged liable for negligence or misconduct in the performance of her/his duties as such Director, officer or employee.

This paragraph shall not indemnify Directors or officers with respect the following:

- A. Any breach of the Director or officer's duty to **the Association** or its members.
- B. Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law.
- C. Any transaction from which the Director, officer or both derived an improper personal benefit.

ARTICLE XII. NO POWER TO BIND ASSOCIATION

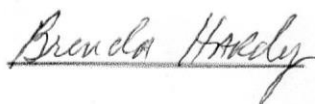
No member or group of Members may enter into a contract or agreement binding the Association, financially or otherwise, or purport to speak on behalf of the Association without prior express written authority from the Board of Directors or by authority verbally conferred by the Board at a duly convened meeting of the Board and memorialized in the minutes thereof.

ARTICLE XIII. CHARITABLE PURPOSE

It is the intention of this Association to qualify as a charitable organization under the laws of the State of Louisiana and the United States Internal Revenue code in order that among other things, donations that are made to the corporation may be deductible for income tax purpose to the donors. We do hereby certify that the Board of Directors approved the above stated Bylaws of the McDonogh 35 Alumni Association, Inc. on the **30th day of July 2018** and constitute a complete copy of the Bylaws of the corporation.



Darryl C. Kilbert, President



Gertrude A. Ivory, Vice President

Brenda Hardy, Secretary

McDonogh 35 Alumni Association, Inc.

VISION

The McDonogh 35 Alumni Association will be a dynamic, member-focused organization—driven by ideals directed toward sustaining the McDonogh 35 Senior High School legacy of Strength, Scholarship, Leadership, Excellence, and Truth.

MISSION

The mission of the Alumni Association is to advance the legacy of McDonogh 35 Senior High School as an institution of academic excellence and cultural pride by fostering alumni involvement through advocacy and volunteerism, offering financial support and lifelong commitment to the student body and school, and promoting lasting relationships among its graduates.

MOTTO

***Forever a Roneagle...
Giving Back and Paying Forward***



Alma Mater

Roneagles' strength and wisdom the world will share.
Maroon and Gold the colors we proudly bear.
High Thirty-Five greater heights each day.
Your torch of knowledge will light the way.
McDonogh 35 you will always be
The pride your sons and daughters will bring to thee.

We hail thee,
Fair Thirty-Five, ever fair, even fairer!
Brave Thirty-Five, ever brave, even braver!
Thirty-Five ever high, Thirty-Five ever high!
High Thirty-Five, ever high even higher!

Words and Melody by
Lucien V. Alexis, Sr.

Arrangement by
Osceola A. Blanchet

Prelude by
Patricia Sallier Seals

