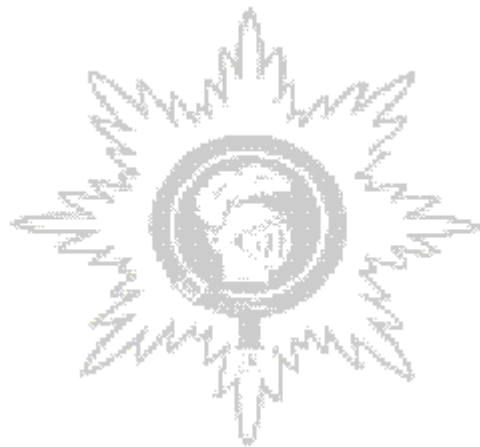


NORTHWEST CLASSEN HIGH SCHOOL ALUMNI ASSOCIATION

Of Greater Oklahoma City, Oklahoma, Inc.



BYLAWS Policies & Procedures

Revision: 2.1
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By Law I **Association Name**

I.1

The Association shall be known in law as the Northwest Classen High School Alumni Association of Greater Oklahoma City, Oklahoma, Inc. It is a non-profit 501c3 corporation and is hereinafter referred to in these bylaws as the "Association."

By Law II **Association Purpose**

I.1

The purpose of the Association is to help to reestablish and maintain cherished friendships from memorable days at Northwest Classen High School and to perpetuate the memories, traditions, spirit and camaraderie of schoolmates and faculty by the following methods:

- A. Support for Northwest Classen High School Providing assistance for maintaining the physical and educational needs of Northwest Classen High School.
- B. Maintaining Communications Periodic distribution of such publications or other media as may be needed to maintain communication among alumni.
- C. Encouraging Reunions Rendering assistance to individual classes or groups of classes in promoting their reunions.
- D. Promoting Student Activities and Scholarship Recognizing increased participation in worthy activities among students currently attending or recently graduated from Northwest Classen High School.
- E. Keeping the public informed of the history of Northwest Classen High School, activities of the Association, and notable achievements of alumni by maintaining a continuing contact with the media.
- F. Remembering Northwest Classen Collect, safeguard and display historical information, trophies, awards and other forms of memorabilia for the benefit of past and future graduates.

By Law II **Adoption and Amendment of Bylaws**

II.1

These bylaws may be amended by two-thirds of the Board of Directors attending any meeting at which at least two-thirds of the current Directors are in attendance.

II.2

Proposed amendments, together with stated reasons for their approval, must be submitted in writing, to all members of the Board of Directors at least 30 days prior to the Annual Meeting called for the purpose of voting on such amendments.

By Law III **Distribution of Bylaws**

III.1

Officers, chairpersons and Directors will be furnished a copy of the bylaws gratis upon their election or appointment. A copy of such bylaws will be furnished at cost or for a reasonable fee, upon request, to any Association member.

By Law IV **Membership**

IV.1

Membership in the Association is open to all persons who attended Northwest Classen High School, friends of the school, faculty and honorees.

IV.2

Excepting for those who are exempt from payment of dues, such as former faculty members and honoree members, annual dues in a reasonable amount may be required as a condition to membership.

By Law V **Nomination and Election of Officers and Directors**

V.1

The Executive Committee will serve as the Nominating Committee for the nomination of Directors. In selecting individuals to be nominated for Director, the Nominating Committee shall make all reasonable efforts to select individuals who represent different graduating classes in order that the Association represents a broad base of Northwest Classen High School graduates. In addition to those persons nominated by the Nominating Committee for election as Director, any other person may give written notice to the President of the Association by August 1 of each year, and if such notice is provided, such person shall be added to the ballot for election of Directors for the immediately next following election of Directors.

V.2

Any person nominated for any office or as a Director must be a member in good standing of the Association and must expressly indicate their willingness to serve if elected.

V.3

The members of the Association will elect directors at its Annual Meeting. For an election of directors, ballots will be mailed to all Association members no later than 30 days prior to the Annual Meeting and shall contain the names of those persons nominated by the Nominating Committee to serve as a director; ballots may be printed separately or as a part of any publication approved by the Board of Directors. Association members will be made aware of the deadline for casting votes, and returning ballots in time for the Executive Committee and/or the Recording Secretary to count them during or prior to the Annual Meeting.

V.4

During the Annual Meeting of the membership, additional nominations for Directors will be received from the floor.

V.5

Election of members of the Board of Directors shall take place at the Annual Meeting at which time the mail-in ballots, pre-counted or otherwise, hand-carried ballots and/or any votes from the floor shall be counted by the Recording Secretary and verified by the President.

V.6

Officers will be elected by the Board of Directors at the Annual Meeting of the Board of Directors.

V.7

Election of Officers and of Directors will be determined by a simple majority of the votes cast.

V.8

Association members will be notified of election results in any manner approved by the Board of Directors following an election.

V.9

In the event an office is vacated by reason of death, illness, resignation, or unexplained absence of an extended period of time, the Executive Committee will select an interim successor by 3/4 majority vote of the Committee, to be confirmed or denied by the Board of Directors at their next meeting. If this person is denied by the Board, the Board will elect the successor. By 3/4 majority vote of the Executive Committee, without regard to the vote of the involved Officer, the Executive Committee may declare an office vacant by reason of nonperformance or unsatisfactory performance of the Officer.

By Law VI **Board of Directors**

VI.1

The Board of Directors of the Association shall consist of at least 20 but not more than 50 members who are in good standing with the Association and who have expressed a desire to serve in such position.

VI.2

If the number of Directors falls below 20, then, the Executive Committee by majority vote shall elect additional Directors to serve the unexpired terms of those Directors who have ceased to serve in such position so that the minimum number of Directors shall at all times be at least 20.

VI.3

Ballots will be published and distributed to the Association membership by publications approved by the Executive Committee.

VI.4

- a) The Board of Directors shall elect a Chairman of the Board and a Secretary who shall be members of the Board of Directors.
- b) The Chairman shall plan for and preside at all meetings of the Board.
- c) The Chairman shall coordinate Board meetings and the Annual Meeting with the President.
- d) The Secretary shall be responsible for notifying Board members by mail and/or phone of all Board meetings in a timely manner.
- e) This person will also prepare written minutes of the meetings of the Board of Directors and read and/or distribute them at succeeding Board meetings, making copies available to the Corresponding Secretary for mailing to those who request them.
- f) Meetings of the Board shall be at least two times a year, in the spring and the fall, and at such other times as called by the Chairman or twenty percent of the current number of Directors.

VI.5

To be considered validly convened, all meetings of the Board of Directors shall require a quorum consisting of one-third of those Directors elected or appointed. For passage, all motions at such validly convened meetings shall require a simple majority of those authorized members present.

VI.6

Duly elected Officers of the Association shall concurrently serve as Directors of the Association without the necessity of separate nomination and election as Directors.

VI.7

Only Association members, current in the payment of their dues obligations, are eligible to be Directors.

VI.8

A Director may not vote by proxy or absentee ballot

VI.9

Directors must attend meetings at their own expense.

VI.10

At all times, and in all respects, the working policies and decisions of the Association shall be established, stated, maintained or revised as determined by majority vote of its Directors in attendance at Board meetings.

By Law VII **Officers**

VII.1

The Officers of the Association are:

- President
- Vice President - Treasurer
- Vice President - Operations
- Vice President - Membership
- Vice President - Spirit
- Recording Secretary
- Corresponding Secretary
- Past President (ex-officio member)

VII.2

In the absence of the President, one of the Vice Presidents, in the following order, will perform the duties of the President:

- Vice President - Operations,
- Vice President - Membership or
- Vice President - Spirit.

If the office of President is vacated for any reason, that office will be filled in accordance with [By Law X, paragraph 09](#).

VII.3

Officers must be willing and able to faithfully attend meetings in Oklahoma City and at their own personal expense.

VII.4

The Officers and standing committee chairpersons collectively will be known as, and function as, the Executive Committee. The Executive Committee will meet as often as is deemed necessary for the effective administration of the Association's program of activities. In effect, it is empowered to carry out the Association's business as outlined by these bylaws and the policies established by the Board of Directors and Officers.

VII.5

Only Association members, current in the payment of their dues obligations, are eligible to hold office.

By Law VIII **Terms of Office**

VIII.1

All Directors will be elected for any number of years designated by the Executive Committee at the time of their nomination, not to exceed three years per term. Directors may be reelected to any number of successive terms.

VIII.2

All Officers will be elected by the Directors for two year terms.

VIII.3

No Officer, except the Treasurer will serve two consecutive terms in the same office. Due to the special talents and equipment required, the Treasurer may be reelected for an unlimited number of successive terms, provided only that he/she is willing to serve and the nominating committee desires to offer no different nomination for such office.

By Law IX **Duties of Officers**

IX.1

President:

- a) The President will be the Chief Executive Officer and have general supervision of the affairs of the Association.
- b) This person will preside at meetings and be an ex-officio member of all committees.

IX.2

Vice President - Treasurer:

- a) The Treasurer will set up and maintain a system of books and accounts for proper accounting and safeguarding of the Association's records of income, expenses, assets and liabilities.
- b) The Treasurer will be responsible for care and safeguarding of funds, paying bills, and making reports of the Association's fiscal condition to the Executive Committee.
- c) At the close of each fiscal year, as of December 31, the Treasurer will prepare a balance sheet and an operating statement summarizing the income and expenses for the year.
- d) After their approval by the Executive Committee, these two reports will be made available to all members who request them.
- e) Interim operation statements covering monthly or quarterly income and expenses will be made as deemed necessary by the Executive

- Committee after receiving the recommendations of the Finance Committee chair and the Treasurer.
- f) The Treasurer will arrange for provision of a fidelity bond for the Treasurer, at the Association's expense; and the Treasurer will have access to the Association's U.S. Post Office mail box.
 - g) The amount of the bond will be determined by the Executive Committee.
 - h) The Executive Committee will hear and consider the recommendations of the Finance Committee and the Treasurer regarding selection of the bank in which to deposit the Association's funds. Selection of the bank must be approved by unanimous vote of the Executive Committee.
 - i) The fiscal year of the Association will start January 1 and end December 31.
 - j) The Treasurer may pay any bills which do not exceed amounts authorized in the budget.
 - k) By majority vote, the Executive Committee may authorize payment of a bill incurred in furtherance of any of the Association's stated corporate purposes; but, however worthy, the Executive Committee has no authority to authorize use of Association funds for a reason or objective not included within its stated corporate purposes.
 - l) The Treasurer will be the prime signatory for Association checks. The Executive Committee may authorize two alternate signatories so that bills may be paid when the Treasurer is not available.
 - m) Disbursing checks need to be signed by two authorized signatories.

IX.3

Vice President - Operations:

- a) The Vice President - Operations will be responsible for the active functioning of the Publications, Endowment, Long Range Planning and Finance Committees.

IX.4

Vice President - Membership:

- a) The Vice President - Membership will be responsible for the active functioning of the Reunion Committee, the Membership Committee, the Calling Committee and the Search Committee.
- b) This person shall be responsible for increasing the membership in the Association and making certain that a current membership list is maintained and available when needed.

IX.5

Vice President - Spirit:

- a) The Vice President - Spirit will be responsible for promotion of school spirit and the active functioning of the Public Relations, Mentoring, Events/Projects, and Historical Committees.

IX.6

Recording Secretary:

- a) The Recording Secretary will keep a record of proceedings of all called meetings and give advance notice of meetings to appropriate members.

IX.7

Corresponding Secretary:

- a) The Corresponding Secretary will handle incoming correspondence maintain a correspondence file, and see that incoming mail requiring an acknowledgment is answered promptly.
- b) The Corresponding Secretary will keep the Executive Committee fully informed regarding communications from members and others.
- c) This person will be responsible for the assembly and addressing of special notices and mail outs to the membership, with volunteer help.
- d) Also, he/she may periodically, at his/her discretion, submit to the Executive Committee letters to be sent to non-members informing them of the Association.

IX.8

Past President:

- a) The Past President will serve a two year term on the Executive Committee in an advisory capacity only, and will not have a vote, unless this person shall have been elected to another office or appointed to a chairmanship of a standing committee

By Law X **Standing Committees**

X.1

Acting on the advice and consent of the Executive Committee, the President will appoint or remove Chairpersons of the following standing committees, and of such other committees as may be needed:

Calling Committee

To assist the President and the Chairman of the Board as needed to make contact with the Executive Committee, Directors and others as necessary.

Endowment Committee

To fulfill the objectives outlined in [By Law II](#) of these By-Laws.

Events/Projects Committee

To plan, promote and conduct special events requiring extensive preparation manning and budgeting, to fulfill the objectives outlined in [By Law II](#).

Finance Committee

To prepare and submit a Budget to the Executive Committee prior to the beginning of each fiscal year, and to counsel and advise the Executive Committee on the handling of Association funds, the feasibility of fund raising projects and any other matters of fiscal policy. The Finance Committee is also responsible for arranging for an annual audit of the Association's books and records, its accounting procedures, and its assets and liabilities. A report of each audit will be furnished to the Executive Committee and preserved by them for subsequent review.

Historical Committee

To fulfill the objectives outlined in [By Law II, Paragraph G](#).

Legal Advisor

To counsel the Executive Committee as appropriate.

Long Range Planning Committee

To research and review past accomplishments and prepare written recommendations to fulfill the Association's chosen objectives, particularly concerning the future goals with a one- to five-year time frame.

Membership Committee

To conduct a continual effort to obtain new members. This committee should endeavor to work through contact with each graduated class.

Mentoring Committee

To provide speakers, student leadership development, and to provide guidance for students and alumni of Northwest Classen High School.

Public Relations Committee

To maintain contact with the media and carry out the purposes of [By Law II, Paragraph E](#).

Publications Committee

To publish and distribute publications approved by the Executive Committee in order to achieve the goals set forth in [By Law II, Paragraph B](#).

Reunion Committee

To coordinate assistance from the Association for individual class reunions in order to achieve the goals set forth in [By Law II, Paragraph C](#).

Search Committee

To conduct a continual search for missing alumni. This committee should endeavor to work with representation from as many graduated classes as possible, to assist them in finding their missing members.

By Law XI [Meetings](#)

XI.1

The Annual Meeting for general membership and the Board of Directors shall be at a time and place to be determined by the Executive Committee.

XI.2

All Association members, and all Directors, will be advised of the date, time and place of the Annual Meeting at least 30 days in advance of the date. The purpose for the Annual Meeting, beside promotion and dissemination of Association policy and fund raising, shall be to afford opportunity for Association members to question Officers or Directors concerning the establishment of such policy and to air grievances.

XI.3

For meetings of the Executive Committee, a quorum will consist of a simple

majority of their number.

XI.4

Any Association member will be welcome to attend all of the meetings of the Association, including the Annual Meeting, regular and special meetings of the Executive Committee, meetings of the Association Directors, and meetings of all standing and special committees of the Association. Only those persons who qualify as Association members in good standing under [By Law III](#) shall be eligible to cast votes at meetings. Only those Association members serving on standing or special committees shall be eligible to cast votes at the meeting of such committee.

XI.5

Publications and communications approved by the Executive Committee will keep the membership informed of meetings and activities.

XI.6

The rules contained in latest revision of Roberts Rules of Order will govern except when they are inconsistent with these bylaws.

By Law XII **Fees, Dues and Contributions**

XII.1

On or before the expiration of annual dues, a reminder notice will be provided to all existing Association members and alumni.

XII.2

The period to be covered by dues will normally be the Fiscal year, but this may be changed by majority vote of the Executive Committee.

XII.3

The dollar amount of membership dues will be determined by majority vote of the Executive Committee.

XII.4

The Association may solicit, receive, invest and manage living gifts and testamentary donations as approved by the Internal Revenue Service in the Association's application for recognition as a tax-deductible organization to fulfill its stated corporate purposes, as stated in [By Law II](#).

XII.5

The Treasurer will supervise the bank deposits, and the withdrawals, of all Association dues, fees and contributions.

XII.6

No funds given the Association may be used for any purpose which is not clearly stated in [By Law I](#) of these bylaws; and all Officers and committee chairpersons will assume and exercise the absolute protection of donated funds, that they be disbursed solely by the expressed consent and approval of the Executive Committee, without risk of their inuring to the personal benefit or pecuniary enrichment of any individual serving as, or related to, an Association Officer or Director.

XII.7

In soliciting donations to the Association after official designation as a tax-exempt organization, reference shall be made in all Association publications and communications as to such tax-exempt status.

Policies, Practices and Guidelines

The following constitute official policies, practices and guidelines approved by the Executive Committee and/or the Board of Directors, as needed.

Membership Dues and Donations

Effective April 1, 2007, membership dues will be \$15 per year.

Effective December, 4, 2007, by Executive election and BoD approval; Spousal memberships were discontinued. If payments are received after that date, reasonable effort should be made to communicate with the alumni to either direct that the amount in excess of a single membership be converted into a donation or deliver additional funds for the spousal membership. If such alumni direction is not received within 90 days, the excess will be considered a donation.

Effective December, 4, 2007, by Executive election and BoD approval; multiple-year memberships were discontinued. If multiple-year payments are received after that date, the excess would be considered a donation. Reasonable effort should be made to communicate the new policy to the alumni.

When a member submits payment for annual dues that duplicate a pre-paid period, that payment will be accepted as a donation for the year of receipt.

Membership dues for the current Treasurer will be waived based on the hours of effort required by the duties of the office.

Schedule of Amendments and Modifications

Dated	Summary of Amendment Modifications
08/24/1996	Original Issue.
10/03/1996	By Laws Amended in Annual Meeting by majority of Association members present. Copy of exact changes attached for reference.
11/02/2006	Changes to III.1; V.3,5; and XI.2 Reduce number of days from 60 to 30, and ‘majority’ to ‘two-thirds’ for passage.
03/15/2007 Ver. 1.0	Reordered the By Laws to group related by laws into close proximity. Changed prefix ‘Article’ to ‘By Law’ to avoid confusion with Article of Incorporation and accurately reflect the document
03/15/2007 Ver. 2.0	Removed references related to initial responsibilities by Founders; III.1, V.1, VI.1, etal.
12/04/2007 Ver. 2.1	Updated Policies related to Spousal and multiple year memberships.