

PINE GROVE AREA HIGH SCHOOL ALUMNI ASSOCIATION

BY-LAWS

ARTICLE 1

NAME

The name of this organization is **PINE GROVE AREA HIGH SCHOOL ALUMNI ASSOCIATION** (the "Corporation").

ARTICLE 2

PURPOSES

The corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). The corporation will provide funds for scholarships to seniors of the Pine Grove Area High School. The corporation shall meet annually for fellowship and renewed friendship, to recognize and encourage scholastic achievement through the presentation of scholarships and to honor distinguished alumni.

ARTICLE 3

MEMBERSHIP

Membership in this Corporation is a privilege granted to graduates of Pine Grove Area High School.

ARTICLE 4

MEETINGS

SECTION 1. Annual meeting: Date, time and place of the annual meeting will be set by the board of directors

SECTION 2. Five (5) voting members shall constitute a quorum for board meetings.

SECTION 3. Special meetings of the board of directors or the corporation may be called by the President, or by request of a majority of the board of directors.

SECTION 4. Committee meetings will be held at the discretion of the committee chairperson, or at the discretion of the president.

SECTION 5. Non board member alumni of Pine Grove Area High School may attend board meetings with a voice but no voting privileges.

ARTICLE 5

OFFICERS AND DUTIES

SECTION 1. - OFFICERS The officers of this corporation shall be president, vice-president, vice-president elect, secretary, treasurer and historian.

SECTION 2. – PRESIDENT The president shall be responsible to the board of directors and have the approval of the board for the activities of the corporation and preside at the annual meeting and at all meetings of the board of directors. The president shall appoint committee members, chairpersons, special committees, and shall be a member, ex-officio, of all committees.

SECTION 3. – VICE PRESIDENT The vice president shall perform the duties of the president in his/her absence, perform such other duties as may be delegated by the president, and serve as chairman for the banquet (for the fifty year class).

SECTION 4. – VICE PRESIDENT ELECT The vice president elect shall be responsible to observe and be in training to serve as master of ceremonies and liaison for the 50th year anniversary class for the annual alumni banquet. This shall be a one-year term and he/she will move into the office of vice-president the following year.

SECTION 5. – SECRETARY The secretary shall record the minutes of the meetings of the corporation and the board of directors, prepare and preserve correspondence, reports, and records in a permanent file. The secretary shall notify the appropriate people of up-coming meetings and maintain the membership / computer data base.

SECTION 6. – TREASURER The treasurer shall be in charge of all funds of the corporation, sign checks for disbursements which have been approved by the board of directors, keep a record of all receipts and disbursements, and up date and maintain the “HONORS MEMORIAL FUND LOG BOOK”.

SECTION 7. – HISTORIAN The historian shall maintain permanent records of all Pine Grove Area School District graduating classes for the corporation, assist the secretary with the maintenance of the membership data base, and establish a location where duplicates of the graduating classes data and other alumni memorabilia can be permanently housed.

SECTION 8.- OFFICER EMERITUS Officer Emeritus status will be granted to all officers and directors when their term is ended. This will allow the former officers and directors full voice and voting rights when attending future planning meetings and does not preclude them from holding another officer in the future.

ARTICLE 6

ELECTIONS - TERMS – VACANCIES

SECTION 1. – ELIGIBILITY TO SERVE IN AN ELECTED CAPACITY To be eligible for elective office as an officer, member of the board of directors or nominating committee, a nominee must be a member of the corporation. No member shall hold more than one (1) elected office concurrently.

SECTION 2. – NOMINATION All nominees must consent to serve if elected before their name may be placed on the ballot.

SECTION 3. – ELECTIONS Election of officers and board of directors shall be held at the annual meeting with all voting by voice vote. Plurality elects.

SECTION 4. – TERMS OF OFFICE All officers are elected yearly for a one year term. Whenever possible, the vice president shall be a member of the fifty year class, and the vice president-elect a member of the 49 year class. At least three directors are elected to the board yearly for a three (3) year term. Newly elected officers and board of directors will be installed at the first board meeting following the annual meeting.

SECTION 5. – VACANCIES If there is a vacancy for president, the vice president shall assume office immediately. The board of directors shall fill all other vacancies. Any member filling a vacancy for an unexpired term shall serve only for the time period that the officer or board member being replaced would have served.

ARTICLE 7

BOARD OF DIRECTORS

SECTION 1. The governing body of this corporation is the board of directors which shall consist of the 6 officers and up to 12 members elected at large.

SECTION 2. – DUTIES The board shall direct the business and financial affairs of this corporation, establish administrative policies, and foster growth and development of this corporation.

ARTICLE 8

COMMITTEES

SECTION 1. The following committees may be appointed at the discretion of the president and/or the board of directors:

- A. Scholarships/Awards
- B. By-laws
- C. Auditing
- D. Nominating
- E. Investments
- F. Computer Database
- G. Publicity
- H. Fundraiser
- I. Banquet
- J. Distinguished Alumni/**Humanitarian Awards**

SECTION 2. – DUTIES

- A. The Scholarships/Awards Committee shall be responsible for:
 - 1. Determining the number and the amount of the scholarships to be awarded to graduating seniors.
 - 2. Directing the treasurer to pay the full amount of the scholarships to the Pine Grove Area High School in May prior to the graduation of the Senior Class.
 - 3. Assuring that by each September, the high school furnishes the alumni association with a list of the scholarship recipients enrolled and the name of their college, university, or school of higher education.

- B. The By-Laws Committee shall:
 - 1. Review these by-laws and submit recommendations for

amendments to the board of directors. The frequency of the by-laws review will be at the discretion of the Board of Directors.

- C. The Audit Committee shall:
 - 1. Audit the treasurer's books annually after the close of the calendar year.
 - 2. Audit the treasurer's books whenever the office is vacated or a new treasurer takes office.

- D. The Nominating Committee shall:
 - 1. Consist of at least three members who shall prepare a list of nominees for approval by the board of directors to be presented for election at the annual meeting.

- E. The Investment Committee shall:
 - 1. Periodically review the investments of the association and make recommendations as to where to invest the funds of the association. All funds shall be invested in instruments guaranteed by the U. S. Government.

- F. The Computer Database Committee shall:
 - 1. Assist the secretary in updating the alumni database.
 - 2. Each year a request will be made to the secretary of the graduating class for the names and addresses of all class members to be added to the computer database.

- G. The Publicity Committee shall:
 - 1. Handle publicity for the association.

- H. The Fundraiser Committee shall:
 - 1. Determine if there shall be a fundraiser, and if so, decide what the fundraiser should be.

- I. The Banquet Committee shall:
 - 1. Include members of the 50 year class to involve them in the planning of the banquet since they will receive special recognition.
 - 2. Recommend to the board of directors for approval the caterer, menu and other banquet details.

- J. The Distinguished Alumni Award/**Humanitarian Award** Committee shall:
 - 1. Review the nominations and recommend the annual recipient **of each award** to the board of directors

ARTICLE 9

FISCAL YEAR

The fiscal year of the corporation shall be a calendar year ending December 31.

ARTICLE 10

PARLIAMENTARY AUTHORITY

Roberts Rules of Order govern this corporation in all cases not covered in these by-laws.

ARTICLE 11

AMENDMENTS

SECTION 1. Amendments to these by-laws may be made at any annual meeting by majority vote of the members present in keeping with the Roberts Rules of Order.

- a. Proposed amendments must be presented at a previous annual meeting or made available to the membership at least 30 days before the vote.

ARTICLE 12

501 © (3) PROVISIONS

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501©(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501©(3) or corresponding provisions of any subsequent Federal tax laws. No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the

distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by the Internal Revenue Code 501 (h)), and the corporation does not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE 13

DISSOLUTION OF THE CORPORATION

Upon the dissolution of the corporation or the organization, the Board of Directors or governing staff shall, after paying or making provision for the payment of all of the liabilities of the corporation or organization, dispose of all the assets of the corporation or organization in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501 © (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or governing staff shall determine. All assets shall first be distributed to the Pine Grove Area Education Foundation, a 501 © (3) Corporation. In the event the Foundation is no longer in existence, then all remaining assets shall go to the Pine Grove Area High School. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation or organization is then located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes. At no time shall any assets inure to the benefit of any individual.

Revised May 24, 2014