

Rocky Hill School Alumni Association  
BY-LAWS

ARTICLE I – CHARTER

Name

The name of this association shall be the Rocky Hill School Alumni Association (RHSAA).

Mission Statement

The primary purpose of the Rocky Hill School Alumni Association is to maintain the relationship of alumni to Rocky Hill School and to each other.

ARTICLE II – PURPOSE

- 1) Preserve and support the tradition of RHS
- 2) Build and maintain relationships among its alumni and friends
- 3) Raise funds for both the School and Association activities
- 4) Enhance the educational experience of current students at the School

ARTICLE III - POLICIES

This Association shall be non-commercial, non-segregated, nonsectarian, and nonpartisan. No commercial enterprise nor any political candidate shall be endorsed by the Association. Neither the name of the Association nor its officers in their official capacity shall be used in connection with a commercial concern, with any partisan interests, or for any purpose other than the regular work of the Association.

ARTICLE IV - AMENDMENTS TO THE BY-LAWS

Proposed amendments to the bylaws must be submitted to the By-laws Committee and the Rocky Hill Alumni Council not less than sixty days prior to the vote. Proposed amendments shall be distributed electronically or in writing to the membership not less than thirty days prior to the vote.

These by-laws may be amended at any regular meeting of the Association by a two-thirds assembly, present and voting upon the recommendation of the Bylaw committee and the Rocky Hill Alumni Council.

ARTICLE V - MEMBERSHIP

Anyone who attended Rocky Hill School completing an **academic** year in grades N-12 is a member of the Rocky Hill Alumni Association. Members each have a vote in Association matters and can be nominated to serve on the Alumni Board and Committees.

Privileges of Membership

Members are eligible to participate in all Association activities, to vote in general meetings, to run for and hold office, and to bring any concerns before the Alumni Council.

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ARTICLE VI - OFFICERS

Positions and Term of the Alumni Officers

The Officers of the Association shall be: President, Vice President, Treasurer, Secretary, the immediate Past President (ex officio). Any position of an Officer may be shared as “co-”.

Anyone who is a member of the Alumni Association may be nominated to be an officer. An elected officers term will be two years or until their respective successors are elected. Terms start after the Annual Meeting at which they are elected. Resignation during their term must be via mail or email to the Alumni Board **two weeks prior to resignation.**

ARTICLE VI - DUTIES OF THE OFFICERS

President

The President shall be the chief executive officer. President has authority to appoint committees except for the Alumni Council, and any other such duties pertaining to the President’s office.

Vice President

The Vice President shall perform the duties of the President in the absence of the President and shall assist that office in the discharge of its leadership duties. In the absence of the President, acts in place of President.

Secretary

The Secretary shall give notice of all meetings of the Alumni Board and Committees, shall keep an accurate list of the board members. The Secretary shall maintain the minutes of the Annual Alumni Board meetings, general meetings, special meetings for the Alumni Board records. The Secretary shall record the minutes of all proceedings of the Board and general meetings; shall notify members of their elections to office or appointment to committees, shall record balloting; shall incorporate in the books of minutes a complete and up to date copy of the Association By-Laws and Standing Rules, properly annotated with any amendments, carrying the date of any amendments of acceptance by the Association; manage the correspondence of the Association, work with the school Alumni Relations & Communication Office to maintain the Association webpage and post relevant information and announcements.

Treasurer

The Treasurer shall receive and disburse all monies of the Association in accordance with the provisions of these By-Laws; shall keep an accurate record of receipts and expenditures; and shall submit a monthly report to the Alumni Board, as well as a full year end report at the Annual Meeting; reconciles all accounts with school Business Office. A final report will be reconciled and submitted to the President for Alumni Association records and archives.

Transition of Officers

There shall be an Alumni Council meeting of the outgoing and incoming officers following the installation at the Annual Meeting. Although the new officers have been installed, the outgoing President conducts the meeting until all old business is concluded, postponed to a future meeting or committed to committee. This meeting shall occur before the end of the fiscal year and may be done via

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conference call or by other virtual / electronic methods available (example: Skype / Google Hangouts).

**Alumni Council**

Alumni Council shall consist of **the current** officers of the association, and Head of School with a courtesy seat granted to the **Director of Alumni Relations**, and shall transact necessary business in the intervals between general meetings, and such other business as may be referred to it by the membership. It meets and is overseen by the call of the President.

**ARTICLE - VII – BOARD OF DIRECTORS**

Rocky Hill Alumni Board of Directors, also known as the “Rocky Hill Alumni Board.”

The Rocky Hill Alumni Board shall consist of the officers and at least ten at-large Alumni board members. Their term will be two years, starting after the Annual Meeting at which they are elected. Resignations will be via mail or email to the Alumni Board **two weeks prior to resignation**.

Term of Office - Each Board Member shall hold office for a term of two (2) years (the “Term”) following such members’ initial election. A board member’s first full term begins at the annual meeting at which they are elected. A board member may serve three (3) consecutive terms on the Alumni Board (subject to reelection at the end of each term, after which such board member must rotate off the alumni board for at least one (1) year before being eligible to run for re-election. All board members who are officers will be subject to term limits, unless a 2/3 majority of the alumni board votes to extend the officer’s term on an annual basis. Such one year extensions shall be limited to three consecutive extensions before the board member must step down from the board (or in the case of the President, serve one remaining year as Ex-Officio/Past President). All other board members who have served on the board for three (3) full terms, will rotate off the board.

For the purposes of the first introduction of these bylaws all officers and board members newly appointed slate will be considered to start term limits anew from the date of the adoption of the new bylaws regardless of current or prior service.

Rocky Hill School Alumni Board Members may not serve as an officer of the Board of Trustees or the Executive Board of the Parent Teacher League at Rocky Hill School simultaneously. They may, however, serve as committee members for the Board of Trustees or Parent Teacher League.

**ARTICLE - VIII – ELECTION OF OFFICERS**

Three months prior to the Nominating Committee’s report, solicitation for nominations should occur by public notice as well as other appropriate means.

Nominations shall be presented in writing to the Alumni Council at least one month before the Annual Meeting. The nominations shall be made known to the general membership by being posted or published at least one week prior to the Annual Meeting. Following the report of the Nominating Committee, additional nominations may be made from the floor, provided the consent of the nominees has been secured.

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Elections shall be held at the Annual Meeting and may be by verbal vote, or by paper, or by electronic ballot when there is more than one nominee for an office. Officers shall serve until their successors are elected and installed.

In the event of a vacancy of an officer other than the President, a special nomination shall be made at the Alumni Council to elect a successor to serve the remainder of the term, such election to take place at an Alumni Council meeting. A simple majority of those present shall constitute a quorum.

#### Confidentiality of Officers and Board Members

It is expected that we respect the privacy of alumni and their families when discussing the School or alumni matters. We act as liaisons for the community at large and want alumni to feel comfortable to discuss ideas, and concerns without bias. **A confidentiality agreement shall be signed by all current officers and board members.**

#### Adverse Interest

In the determination of a quorum of the board members, or in voting, the disclosed adverse interest of a board member shall disqualify the board member or invalidate his or her vote. The Alumni Board affirms that the board members, trustees, officers, administrators, faculty and other employees of Rocky Hill School have an obligation to exercise their authority and to carry out the duties of their respective positions for the sole benefit of Rocky Hill School. They should avoid placing themselves in positions in which their personal interests are, or may be, in conflict with the interests of Rocky Hill School Alumni Association. Where a potential conflict of interest exists, it shall be the responsibility of the person involved or any other person with knowledge to notify the Alumni Board of the circumstances resulting in the potential conflict. Whenever an officer or board member has a financial or personal interest in any matter coming before the Alumni Board, the board shall ensure that:

1. The interest of such officer or board member is fully disclosed to the alumni board.
2. No interested officer or board member may vote or be counted in determining the existence of a quorum at the meeting of the Alumni Board at which such matter is voted upon.
3. Any transaction in which an officer or board member has a financial or personal interest shall be duly approved by members of the alumni board not so interested or connected as being in the best interests of the organization.
4. The minutes of meetings at which such votes are taken shall record such disclosure, and abstention.

#### ARTICLE IX - COMMITTEES

Nominating Committee- Anyone may be on this committee, except current Alumni Board Officers. The Chair must be a Board member.

Scholarship Committee- Anyone may be on this committee; however Chair must be a Rocky Hill Alumni Board member.

Bylaw Committee- Rocky Hill Alumni Council members and Rocky Hill Board members may be on this committee; however Chair must be on the Rocky Hill Alumni Council.

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Other Committees- The President shall appoint such other committees, their members and their Chairs as he or she deems necessary and desirable, or as the Alumni Board may determine.

#### ARTICLE X - MEETINGS

##### Conduct of meetings

The rules contained in Robert's Rules of Order Revised shall govern meetings of the Association.

##### Special Meetings

A special meeting may be called by the President or upon written request of six members of the Association. Members shall be notified of the date and purpose of proposed meeting at least one week prior to the meeting date.

##### Committee Meetings

Committee meetings may be called by the chairperson of each committee. Announcements of said meetings should be posted at least two weeks prior to meeting date, except meetings of the Alumni Council. The President can call an emergency meeting of the Alumni Council without notice. All committees shall complete an evaluation with expenditures and receipts, feedback and recommendations from the committee at large, for future events or programs. This report will be submitted to the Alumni Council within thirty days of event.

##### Alumni Council Meeting

The President shall call at least two Alumni Council meetings per school year. A simple majority of the Alumni Council shall constitute a quorum. A courtesy seat for a meeting may be extended to a person(s) at the request of a Board member, and permission of the President.

##### Annual Meeting

The date of the Annual Meeting shall be determined by the Association President. An annual meeting of the members of the Rocky Hill Alumni Association shall be held at Rocky Hill School, East Greenwich, Rhode Island, in June preferably on Alumni Reunion Day. If a different time and place for the annual meeting is set by the Alumni Board it will be determined prior to April 1st each year. Notification of the time and place of the meeting shall be distributed to members not less than thirty days prior to the meeting. The purpose of the annual meeting is to update members on the Alumni Association's finances, committee work, alumni activities, and other business that needs to be reviewed, voted, or discussed with the Alumni Board and its members. All meeting minutes will be recorded for the Alumni Board records.

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ARTICLE XI - FINANCES

Fiscal Year

The Association Fiscal Year shall correspond to the School's fiscal year (1 July through 30 June). Financial commitments may be made in accordance with the following limits:

Commitment authority up to and including:

Any Board Officer: \$250  
President: \$500

Alumni Council: \$1,000  
Full Board: \$ no limit

Commitments may be evidenced by the signature of authorized individuals, or by duly reviewed minutes of meetings at which a vote to incur the commitment was held. A list of current commitments must be maintained by the Treasurer, and presented at the alumni meetings for review. Commitments may not be "parsed" into smaller amounts in order to avoid the limits specified above. These limits apply on an aggregate basis to a given project within a given fiscal year.

Financial Disbursements

The Treasurer or secondary authorized signatory on the accounts may disburse funds in accordance with the list of formal commitments as set forth by the annual budget which has been presented to the Association at large and voted upon, or as otherwise directed by the President (insofar as such directions do not exceed the President's commitment limit). All funds raised must be dispersed to appropriate parties by end of the fiscal year or calendar year, whichever comes last.

Financial Reporting

The Treasurer must provide a monthly accounting of all receipts and disbursements, and an annual budget summary of the Association's financial position for the Annual Meeting and Association archives.

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Adopted as **amended** at the Annual Meeting  
June 10, 2017