

**BY-LAWS**  
**WESTMONT HILLTOP ALUMNI ASSOCIATION (WHAA)**

**Our Mission Statement**

*The Westmont Hilltop Alumni Association (referred to herein as "The Association") was founded by alumni of the Westmont Hilltop School District, Johnstown, PA. A volunteer organization of graduates and friends of Westmont Hilltop School District, The Association is committed to promoting the Hilltopper tradition and pride through a group that provides support to the current student population as well as the Alumni of the Westmont Hilltop School District.*

**Article I: Name**

This organization shall be known as the Westmont Hilltop Alumni Association (WHAA)

**Article II: Purpose/Objective**

The purpose/objective of The Association shall be:

1. Promote a spirit of alumni unity and camaraderie through communication and social programs.
2. Actively support and promote the Westmont Hilltop School District within the community, especially as a source of funding towards academic, arts, and athletic programs at all educational levels.
3. To carry out fundraising and other charitable activities for the benefit of the school, its current students and the alumni program.
4. To serve as a forum for alumni to maintain contact with the school and one another.
5. To sponsor reunions and other social events for alumni and students.
6. To function as the alumni's official voice in communicating with the school.

**Article III: Membership**

Section A - Membership Classes - There shall be four classes of paid memberships.

1. Alumni Member - any person that was a student in the School District. Graduation from the School District is not a requirement to become an Alumni member. Alumni members are allowed to vote and hold office.
2. Associate Member - any person that was not a student in the School District. Faculty, parents, community members or anyone that wants to help The Association with its goals can become an associate member. Associate members are not permitted to vote or hold office.
3. Household Membership - people that maintain the same mailing address. This is an option for a family of current and former students that want to help The Association. If a person maintaining an active household membership would qualify as Alumni per the description above, they may vote and hold office. Otherwise, they are not afforded the opportunity to vote or hold office.
4. Business Membership – any business making a donation can obtain this membership. In exchange, a business card size ad can be submitted for placement on the alumni website. The ad will remain on the website until the next membership renewal.
5. Lifetime Membership - Any person or business making donations totaling \$500 or more within a 3 year time frame will be named a Lifetime Member. This membership does not include a lifetime business ad on the Alumni website.

Section B - Membership Dues.

Eligible individuals become members of The Association by submitting an application for membership accompanied by dues payment. The Board of Directors of The Association will set all fees. Annual dues are renewable yearly by the end of the month the membership was initiated and are considered delinquent if not paid within 60 days. Failure to pay the annual dues will terminate membership in The Association.

Section C - Benefits and Responsibilities.

1. Members afforded voting privileges based on the aforementioned Membership Classes shall be entitled to a vote for members of the Board of Directors. In order to be afforded the opportunity to vote, a person's membership must be in good standing, with membership fees paid in full.
2. A membership directory shall be created and maintained by The Association. The information maintained will include member's name, address, email, graduating year and place of employment if

- provided. The directory will not be published or shared outside of the Board of Directors without the prior consent of the membership.
3. The Association's logos may not be used by any person or organization without the written approval of the Board of Directors.

#### Section D - Termination of Membership.

1. Any member may resign his or her membership in The Association but will not receive a refund of dues paid.
2. Membership in The Association will terminate upon failure to pay annual dues.
3. Termination of membership will nullify the right to vote or hold office within The Association.

### **Article IV: Governance**

#### Section A – Board of Directors

The governing body of The Association shall be the Alumni Board of Directors and shall be the principal decision making body of The Association and shall consist of up to 10 members in good standing. Board of Director Members must attend at least two-thirds of the regular session meetings annually to remain in good standing.

#### Section B – Term of Office

The term of office for each director shall be two (2) years. The term will begin at the July meeting of the Board of Directors. There are no limits to the number of terms a person may serve on the Board of Directors.

#### Section C – Quorum

At least two-thirds of the Board of Directors shall be considered a quorum for the purposes of voting. Either the President or Vice-President must be present for the quorum to be met. All votes shall be decided by a majority.

#### Section D – Board Diversity.

In the interest of encouraging diversity of discussion, connection with the public and public confidence, the Board of Directors shall have at least five (5) voting members at all times who are not of the same immediate family or related by blood or marriage.

#### Section E – Vacancies.

Any vacancy on the Board of Directors may be filled by a majority vote of the remaining members of the Board. If, after notice and discussion by the Board, a Board member is determined by a two-thirds (2/3) vote of the Board to be negligent in the performance of assigned duties, that member shall be removed from the Board.

#### Section F – Removal from Office.

Any officer who fails to perform the duties of the office to which the individual has been elected may be removed from the office by a two-thirds vote of the Board of Directors.

#### Section G – Resignation.

Any officer may resign by tendering a letter of resignation to the Board of Directors.

#### Section H – Rules of Order.

1. Meetings of this organization shall be governed by the current Robert's Rules of Order Newly Revised except when in conflict with these By-Laws.
2. Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law.

## **Article V: Election to the Board**

Section A - Officers and members of the Board of Directors shall be nominated and elected at the annual meeting to be held each July or by proxy vote via email. In order to be afforded the opportunity to nominate, hold office or cast a vote, a person's membership must be in good standing, with membership fees paid in full. Nominations will be due one week prior to the June meeting.

Section B - The Association will hold elections during the July meeting in even years for The Association Officers and Directors. Only current members in good standing with The Association are eligible to stand for election.

Section C – In the event a member of the Board is elected to fill a vacated position during its term, the replacement will only complete the remainder of the term.

## **Article VI: Officers**

### Section A - Officers

The officers of The Association shall be the President, Vice President, Secretary, and Treasurer.

### Section B – Powers

The officers are vested with the powers appropriate to their elected office to accomplish the tasks necessary for the successful, day to day operations of The Association.

The **President** shall be the chief operating officer of The Association, shall make the decisions concerning Association day to day operations and shall direct the activities of the Vice-President, Treasurer, Recording Secretary, and various committee members.

The **Vice-President** shall assist the president and perform the duties of the President if the President is incapacitated. The Vice-President shall also oversee the activities of the assigned committees.

The **Treasurer** shall be responsible for the financial records of The Association. All proceeds are submitted to the Community Foundation of the Alleghenies. The Foundation maintains all records of income, expenses, disbursements, and investments.

The **Secretary** shall be custodian of The Association's business records including the minutes of the meetings, committee reports and documents produced by The Association Officers and the Board of Directors.

### Section C - Removal from Office

Any officer who fails to perform the duties of the office to which the individual has been elected may be removed from the office by a two-thirds vote of the Board of Directors.

### Section D - Vacancies

If the President resigns or is removed from office, the Vice-President will assume the duties of the President for the remainder of the existing term. If the Vice-President, Treasurer, or Secretary resign or are removed from office, the President will nominate to the Board of Directors individuals to fill the vacant office for the remainder of the existing term. This individual will enter the office upon a majority vote of the Board of Directors.

## **Article VII: Committees**

### Section A – Standing Committees

The Association will have the following permanent standing committees: Membership, Public Relations, Finance, and Fundraising

## Section B – Ad Hoc Committees

The President of The Association may establish Ad Hoc Committees as deemed necessary.

## Section C – Committee Control

Each committee shall elect a chairman from its membership. The President, as The Association's chief operating officer, will work with the chairs of each committee to give oversight to the activities of the Standing and Ad Hoc Committees.

### **Article VIII: Meetings**

#### Section A – Regular Meeting

The Board of Directors shall meet in regular session once a month, if feasible. All meetings of the Board of Directors are open to the general membership.

#### Section B – Special Meetings of the Board of Directors

The President of the Board may call a special meeting of the Board of Directors at any time. Reasons for the special meeting must be included in a notice to the Board of Directors and should be given seven (7) days before the meeting.

#### Section C – Annual Meeting

The Annual meeting of The Association shall be in July.

### **Article IX: Fiscal Policy**

#### Section A: Fiscal year.

The fiscal year of The Association shall be from January 1 through December 31. Quarterly reports will be presented to the Board of Directors during monthly meetings in March, June, September and December.

#### Section B: Allocation.

All dues and donations made direct to The Association will be deposited in the Alumni checking account and may be used to pay any or all expenses incurred by The Association. If a donor requests, their donation will be deposited directly to The Association's Community Foundation account. When the checking account reaches a balance exceeding \$1000, all overages will be transferred to the Community Foundation account after the completion of any current fund raising campaigns.

#### Section C: Compensation.

Officers, Directors and Committee Members shall receive no compensation for their services. Compensation for expenses will be made only if the expenditures were approved by the Board of Directors.

#### Section D: Control.

Two officers shall sign all checks, drafts, loans or other orders for payment of money, notes, and other evidence of indebtedness issued in the name of The Association. The Treasurer should, in most instances, be one of the two signatures on outgoing payments with the President or Vice President providing the second signature.

### **Article X: Existence**

#### Section A: Implementation.

These By-laws will be implemented on January 1st of the year following their approval. These by-laws shall be approved by a majority vote of the members returning ballots.

Section B: Amendment.

The Board of Directors shall set the policy for amending these By-laws and shall send amendments that they approved to the members for final approval. These By-laws may be amended or repealed by a majority vote of the members returning ballots.

Approved 6/19/13 meeting

Membership classification amended 1/21/15