

THE BY-LAWS AND RULES  
OF OPERATION OF THE  
CENTRAL HIGH SCHOOL ALUMNI AND SUPPORTERS ASSOCIATION, INC.  
AS AMENDED ON December 14,2017

ARTICLE I NAME  
AND OFFICES

SECTION I - NAME: The name of this organization is the Central High School Alumni and Supporters Association, Inc.

SECTION II - OFFICES: The office of the Association shall be at  
Central High School,  
5728 Highway 58  
Harrison, Tennessee 37341,  
Hamilton County, Tennessee.

ARTICLE II  
OBJECTIVES AND PURPOSES

The organization is formed exclusively for the following purposes:

- 1) The Association is dedicated to, and operated exclusively for, non-profit purposes and to further promote the welfare and interest of the students of Central High School, Harrison, Tennessee.
- 2) The Association shall only conduct, or carry on activities permitted to be conducted or carried on by an organization exempt under 501C3 of the Internal Revenue Code and Regulations.
- 3) The purposes of which the Association is organized are exclusively within the meaning of 501C3 of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

SECTION III - ELECTION AND TERM OF OFFICE:

- A) The elected officers of the Association shall be elected at the annual meeting of the membership of the Association in January of each year.
- B) The term of said officers shall be for one (1) year.
- C) Said officers shall be eligible to succeed themselves upon election by the members.

SECTION IV - REMOVAL: Except for the provisions of Section VI of this Article, an officer may be removed for cause by a vote calling for such removal by two-thirds (2/3) vote

of the members present at a regularly scheduled meeting of the Association.

**SECTION V - ABSENCE:** An officer shall not accept office unless that person is committed to attend all meetings called.

#### **SECTION VI - DUTIES OF ELECTED OFFICERS**

The duties and powers of the elected officers of the Association shall be as follows:

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##### **(A) PRESIDENT**

1. The President shall be the chief executive officer of the Association and it shall be his/her responsibility to supervise and coordinate the activities of the organization and to preside at its meetings. He/she shall be the spokesperson for the organization and whenever practical, shall publicly appear for the Association and speak its policies.

2. He/she shall organize and schedule the annual meetings and the - monthly meetings of the Board of Directors. The Board can vote to skip a month if deemed appropriate. This shall be announced at the current meeting.

##### **(B) VICE PRESIDENT**

1. The Vice President shall assist the President in the performance of his/her duties and also shall perform such other duties as may be prescribed for him or her by the Board of Directors.

2. In case of the absence of the President, he/she shall act as chief executive officer of the Association!

3. In case of the death of the President or in the event of his/her resignation or removal from office, the powers and duties of the President shall devolve upon the Vice President who shall conclude the term of office of the President according to the provisions of these by-laws.

4. The Vice President, at the time of his/her election, shall be graduate of Central ( 1970 forward ) if the President is a graduate of Central, (1969 or earlier) or vice versa, unless there is no candidate available from one or the other to run. In that case, the President and Vice President can be from the same era.

(C) TREASURER

1. The Treasurer shall be responsible for the maintenance and control of the financial records of the organization.
2. He/she shall collect the funds of the organization and collect all dues and deposit same in a depository designated by the Board of Directors.
3. He/she shall promptly pay the bills for the normal operational expenses of the organization.
4. He/she shall promptly distribute any checks for the allocation of funds approved by the Board of Directors for the purposes of supporting the goals and principles of the organization.
5. He/she shall in conjunction with the organization's accountant, prepare an annual budget and financial statement to show the accumulation and distribution of the Association's funds. Said document shall be presented to the Board of Directors at their annual meeting in January and shall be available to any qualified member of the Association upon request and posted on the website. This requirement may be waived by the Board when not practical due to lack of sufficient funds to warrant said budget.
6. He/she shall be bonded in an amount fixed by the Board of Directors under a surety bond by a duly qualified bonding company and shall be paid for by the association.
7. He/she shall present a written financial report as the regular monthly (unless changed by the board) meeting of the Association and will explain all funds received and expenditures made on behalf of the Association during that month.

(D) SECRETARY

1. The Secretary shall attend and keep minutes of all meetings in this organization and shall have such other powers and perform such other duties as are incident to the office of the Secretary or as may be assigned to him or her from time to time by the Board of Directors or by the President.
2. The minutes of the organization kept by the Secretary shall be kept in a notebook and shall be open for examination at all times by any duly qualified member of the Association and posted on the website.

## ARTICLE III

## BOARD OF DIRECTORS

## SECTION I - QUALIFICATIONS

1. Only a regular member whose name is on the roll of the Association shall be qualified to be nominated and elected as a member of the Board of Directors.

2. The Board of Directors shall consist of eleven (11) duly qualified members, the officers of the Association and n, o, p, q, and a member from decades prior to 1969 and a member from decades after 1969, and the executive assistant to the president

3. The composition of the Board of Directors shall be as follows:

- a. The President of the Association.
- b. Vice President of the Association.
- c. Secretary of the Association.
- d. Treasurer of the Association.
- n. The president of the senior class.
- o. A representative of the PTO-Booster Clubs.
- p. Principal of Central High School.
- q. Legal counsel
- r. A member from decades prior to 1969
- s. A member from decades after 1969
- t. Executive assistant to the president (appointed by the president)

## SECTION II POWERS:

1. The Board of Directors shall manage the business and affairs of the Association. Any act of a majority of the voting directors present at a meeting shall be the act of the Board of Directors.

2. The Directors shall have the authority to make the final decision as to which programs and activities should be implemented by the Association. Such decisions shall be made with the regular members of the Association being allowed a full opportunity to express their views and preferences.

#### SECTION III - TERM OF OFFICE:

Members of the Board of Directors shall be elected at the regular annual meeting of the Board of Directors in January and shall hold office for a period of one (1) year commencing with their election at said annual meeting.

#### SECTION IV -LIMITATION OF SERVICE:

The terms are not limited.

#### SECTION V - ABSENCE:

The Board of Directors shall be governed by the same rules pertaining to absence(s) applicable to officers in Article III, Section V.

#### SECTION VI - QUORUM:

At each meeting of the Board of Directors a majority of the voting members of the Board of Directors shall constitute a quorum for the transaction of business.

#### SECTION VII - MEETINGS:

The Board of Directors shall conduct an annual meeting in January of each year. Regular monthly meetings shall be held at a time and location determined by the President whenever the business of the Association so necessitates. All meetings shall be called upon written notice by the President. Notice shall be ten (10) days unless an emergency meeting is required and can be called on 24 hours' notice.

The program of said meeting shall be devoted primarily to the furtherance of the aims, purposes and objectives of the Association.

**SECTION VIII - REMOVAL:**

A director may be removed for cause by a vote calling for such removal by two-Thirds (2/3) vote of the members of the Board of Directors

**SECTION IX - ADJUNCT CLASS COUNCIL:**

There shall also be a Class Council with one male and one female member representative of each of the classes of Central High School from its inception in 1907, if members are available, and willing to serve. Said representatives shall be elected by the respective classes and shall be non-voting members but shall be allowed to attend and participate in meetings of the Board of Directors. Their term of service shall be for a period of two (2) years. Their duties shall include obtaining and providing the names and addresses of living members of their respective classes to the Association and Central High School. This paragraph is subject to the availability of people willing to serve.

**SECTION X - COMMITTEES OF THE BOARD:**

All committees shall consist of two (2) or more members, shall be under the control of and serve at the pleasure of the Board of Directors, shall have charge of such duties as may be assigned to them by the Board or these By-Laws, shall maintain a permanent record of their actions and proceedings, and shall regularly submit a report of their actions to the Board, which shall ratify the actions of each Committee. The President, or his/her designee, shall serve on each committee as an ex-officio member.

**SECTION XI - GENERAL PROVISIONS FOR STANDING COMMITTEES:**

(A) Unless otherwise provided, the President shall appoint the members of all standing committees at each annual meeting of the Board, or as soon as practicable thereafter, to hold office for a term of one (1) year, commencing immediately following the meeting at which they are appointed and qualified, or until their earlier death, resignation or removal. Committee members do not need be members of the Board of Directors, but shall be selected, based on their expertise and familiarity with respect to the subject matter of the committee to which they are appointed.

(B) The President shall appoint all chairs of all standing committees from among the membership of the Board of Directors.

(C) A member of a standing committee may resign at any time by giving notice to both the President and the chair of the committee from which the member is resigning.

(CD) The Board may remove a member of a standing committee when in its judgment, the best interests of the Association will be served by such removal.

(E) The President shall fill all vacancies in the chairs and membership of standing committees.

(F) Meetings of the standing committees may be called by their respective chairs or by the President. Each committee shall meet as often as is necessary to perform its functions.

(G) Each standing committee may adopt rules for its own governance, provided such rules are not inconsistent with the law, the Charter, or the By-Laws.

(H) A majority of the voting members of a committee shall constitute a quorum for the transaction of business at any committee meeting. The act of a majority of the members of a standing committee present at a meeting at which a quorum is present, shall be the act of the committee.

#### ARTICLE IV

##### PUBLICATIONS

The organization shall distribute to the membership the following publications:

1. A quarterly newsletter informing the membership of the activities and projects of the Association.

2. A membership directory listing all current addresses of members of the Association, which shall periodically be updated.

#### ARTICLE V

##### FISCAL YEAR

The fiscal year of the Association shall begin on the first day of January and end on the last day of December each year. —

#### ARTICLE VI

##### DISSOLUTION OF ASSETS

In the event the Association should dissolve, its physical assets should be sold and along with its liquid assets, they shall be distributed to Central High School, Harrison, Tennessee, for use as determined by a majority of the Board of Directors then in office.

#### ARTICLE VII

##### AMENDMENTS

SECTION I - NOTICE:

These By-Laws may be amended by a majority vote of the Board of Directors present and voting at any regular meeting of the board of directors, provided that copies of each proposed amendment shall have been mailed to all directors at least ten (10) days in advance of the meeting at which said action is proposed to be taken. Such amendment shall be posted to the association members for comment and then be affirmed by the board at the next regular meeting of the board.

SECTION II- WAIVER:

The notice as required by Section I of this Article can be waived by the unanimous vote of the members of the Board of Directors present and voting at said annual meeting.

ARTICLE VIII

NOTICE OF AMENDMENTS TO BY-LAW

When and if these By-Laws are amended, notice of said amendments shall be given to all members of the Association in good standing as soon as possible after adoption by the Board of Directors.

Said By-Laws were signed and approved by the undersigned officers and directors of the Central High School Alumni and Supporters Association, Inc. on the

Day of

PRESIDENT

VICE PRESIDENT

SECRETARY

TREASURER



BOARD OF DIRECTORS: