

CRETIN-DERHAM HALL ALUMNI ASSOCIATION BYLAWS

General

Article I.

Name

The name of this organization shall be “The Cretin-Derham Hall Alumni Association.”
(The Association)

Article II.

Purpose

The purpose of this association shall be to promote cooperation with the three former associations of Cretin, Derham Hall and Cretin-Derham Hall high schools, by providing programs and services, spiritual, social, intellectual and material, which will strengthen loyalty and fellowship among graduates and former students.

Article III.

Membership

All graduates of Cretin, Derham Hall and Cretin-Derham Hall. In addition, any former students approved by the Cretin-Derham Hall Development Office and present faculty members, including the Vice President of Advancement and/or his/her assistants. The Association Officers, upon majority vote, shall have the right to bestow honorary membership status to other individuals because of their friendship or distinctive service to Cretin-Derham Hall. Honorary members are not eligible to vote or hold office. The Association will have the power to set and collect membership dues.

Officers

Article I.

Definition

The Officers of The Association will consist of a Chair, Vice-Chair (Chair-Elect), Treasurer/Secretary, Past Chair, and at large members from the three previous associations for a period of time to be agreed upon by The Association.

Article II.

Requirement

All Officers must be graduates from Cretin, Derham Hall or Cretin-Derham Hall.

Article III.

Meetings and Communication

The Association shall hold quarterly meetings and shall call general membership meetings when necessary. The Association will also determine when and how to communicate

information to the general membership. This may include mail, e-mail, social media, and/or annual/periodic gatherings.

Article IV. **Duties of Officers**

Chair: The Chair shall be the Official representative of the association and shall preside at all meetings for a term of one year and shall serve as past chair for one year after completion of his/her Chair term. Each year the Chair position shall alternate between male and female members.

Vice-Chair: The Vice-Chair shall assume the duties of the Chair in the absence of the latter and duties of the Chair or the Committee. In order to achieve an alternating chair position between male and female, the Chair and Vice-Chair should be of opposite genders. Unless determined by The Association Board, the Vice-Chair shall assume the Chair position upon completion of the Chair's term.

Secretary/Treasurer: The Secretary/Treasurer shall attend all Committee meetings and record the proceedings. The Secretary/Treasurer will also provide notice to all meetings and duties prescribed by The Association Board.

Past Chair: The Past Chair serves in an advisory capacity to The Association Board, and provides for a smooth transition of Officers and Association Board members between service terms.

Association Board

Article I. **General Powers**

General powers of The Association Board, in whom all the powers of this association shall be vested, shall consist of 12 committee members, who shall be elected at the annual meeting of the members. These 12 members shall equally represent Cretin, Derham Hall and Cretin-Derham Hall, (4 members from each school) until this becomes impractical. The Association Board shall also strive to represent graduates from all decades and be as gender balanced as possible. Initially, one third of the directors shall be elected for a term of three years, one third of the directors shall be elected for a term of two years, and one third of the directors shall be elected for a term of one year. Thereafter, all directors shall be elected for a term of three years, or until his/her successor shall have been elected and qualified. In addition to the elected Association Board the immediate Past Chair shall continue his/her membership on the Association Board as a regular voting member for one year. Any vacancy occurring on The Association Board shall be appointed by the Association Board from the general membership, and any member so appointed shall serve out the unexpired term created by such vacancy or until his/her successor shall have been elected and qualified. No individual may serve as an Association Board member for more than two consecutive terms. A nominating committee of five members shall be appointed by the Chair ninety days prior to the annual meeting. It shall be their responsibility to

propose nominations for vacancies on The Association Board and officers as provided by the Bylaws.

Article II

Election of The Association Board

The initial Association Board shall be put in place by and comprised of the current Association general membership. At the time of first vacancy, Association general members may be elected onto The Association Board. Officers will be named through an election by a majority vote of The Association Board members. At any time, the Association may reach out to the greater alumni/ae community for general membership and participation.

Article III

Attendance

The Association Board members are expected to attend all Association Board meetings. The unexcused absence of a member at three (3) consecutive committee meetings shall constitute a vacancy.

Article IV.

Resignation and Removal

The resignation of an Association Board member is effective upon the receipt of a written notice to the Chair unless a later effective date is stated in the notice. An Association Board member may be removed from office, with or without cause, by the affirmative vote of a majority of the votes cast by The Association Board at a meeting at which a quorum is present.

Article V.

Powers

The four (4) officers will serve as the members of The Association Board. Except for the Power to amend the articles of incorporation and by-laws, the Officers shall have all of the powers and authority in the intervals between meetings of The Association Board, subject to the direction and control of The Association Board as a whole.

Article VI.

President of Cretin-Derham Hall

The President of Cretin-Derham Hall or designee shall be a non-voting ex- officio member of The Association Board.

Article VII.

Rules

Quorum: A majority of The Association Board members in office (7/12) shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the directors present may adjourn the meeting until a quorum can be had.

Committees: The Association Board, if it so desires, may establish committees as needed and all members appointed must actively participate on a committee if they are so created.

Absent Association Board Members: An Association Board member may give advance written consent or opposition to a proposal to be acted on at a Board meeting. If the member is not present at the meeting, consent or opposition to a proposal does not constitute presence for purposes of determining the existence of a quorum. Consent or opposition shall be counted as a vote in favor of, or against, the proposal and shall be entered in the minutes or other record of action of the meeting if the proposal acted on at the meeting is substantially the same or has substantially the same effect as the proposal to which the member has consented or objected.

Resignation: An Association Board member may resign at any time by giving written notice to The Association Board. Such resignation would take effect at the time of receipt of the notice or at any later date or time specified therein. Unless otherwise specified therein, acceptance of a resignation shall not be necessary to make it effective.

Removal: Any officer or all officers, except the members of the first Association Board appointed by the Cretin-Derham Hall Development Office, may be removed at any time with or without cause by a majority vote of a quorum of the members at any regular or special meeting of The Association.

Vacancy: A vacancy on The Association Board caused by resignation, death, disqualification, removal or any inability to act shall be filled by vote of The Association Board and such action shall be valid notwithstanding the fact that the number of officers then in office is less than the number specified herein.

Amendments

Bylaws may be amended or altered by the vote of a majority of The Association Board at any regular or special meeting, provided that notice of such proposed amendments has been given to the members.