

# ST ELIZABETH TECHNICAL HIGH SCHOOL ALUMNI ASSOCIATION USA INC

## CONSTITUTION / BYLAWS

### 1. Name

The name of the organization shall be "The St. Elizabeth Technical High School Alumni Association (USA) Inc, also referred to as the STETHS Alumni Association (USA) Inc and no other organization shall operate in the United States of America bearing this name. This is a nonprofit organization and the Executive members are not entitled to compensation and neither are the regular members.

### 2. Aims and Objectives

- (a) To maintain fellowship among the past students.
- (b) To give support to our alma-mater financially and otherwise.
- (c) To endeavor to interest all past students to become members and to build a dynamic organization for the good of STETHS.
- (d) To encourage the formation of other chapters of the organization.
- (e) To act as a support group for its members.
- (f) To organize seminars and conferences on issues of concerns and interest to members.

### 3. Membership

- (a) All past students of St. Elizabeth Technical High School are eligible to become members.
- (b) Membership must be obtained by individual application to the Executive Committee of the organization; application must be accompanied by the prescribed fee.
- (c) Every member must agree, by signing the application, to conform to the constitution of the organization.
- (d) If a member application is disapproved, all fees will be refunded.
- (e) Honorary membership shall be named by the Executive Committee and ratified by the majority of members in a general meeting.
- (f) All members must pay a membership fee, the amount to be determined periodically by a majority vote by the Executive Committee.

- (g) Membership dues for the new year are due on November 1<sup>st</sup>. Dues must be paid by the Annual General Meeting in order to vote at the Annual General Meeting or to run for office.
- (h) Any group of past students wishing to become affiliated with this organization must apply in writing, providing the names of the members of its Executive Committee and shall undertake to adopt this constitution.
- (i) *In order to hold office in the organization one must be a member in good standing and must have attended at least **three** meetings in person or via telephone in the past **12** months provided that at least three meetings were held. If less than three meetings were held one must have attended at least one meeting during that period.*

**Section 4 EXECUTIVE OFFICERS OF THE CORPORATION**

The Executive Officers (the “Officers”) of the Corporation shall be as follows:

- |                                   |                                  |
|-----------------------------------|----------------------------------|
| A. President                      | B. Vice President (at least one) |
| C. Executive Secretary            | D. Assistant Secretary           |
| E. Treasurer                      | F. Assistant Treasurer           |
| G. Public Relations Officer (PRO) | H. STETHS Liaison Officer        |

- 4.1 The Executive Officers of the Corporation - President, Vice President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer, PR and STETHS Liaison Officer – shall be elected at the same meeting, and every two years thereafter.
- 4.2 The role of Public Relations Officer and STETHS Liaison Officer can be held by the same person.
- 4.3 A maximum of 4 non-voting ex-officio members may be appointed with ratification by the Executive Committee by a majority vote. The immediate past President is automatically an ex-officio member except in cases of dishonorable discharge.
- 4.4 Beginning in 2021, the Association shall elect two Ex Officio Directors. Directors shall be elected at the same meeting, and every two years thereafter, but not in the same year as the Executive Committee. There are no term limits for these roles.

**Section 5 ELECTION AND TERM OF OFFICE**

- 5.1a The Officers of the Corporation shall be elected biennially at the Annual General Meeting of the members of the Corporation. Officers shall be elected for a two (2) year term and may be re-elected by majority vote at an Annual General Meeting. Each officer shall hold office until his or her successor shall have been duly elected. Their terms shall begin at the close of the general meeting at which they are elected. Outgoing Officers are expected to work with the incoming Officers to ensure a smooth transition of all records related to their position for six months after the election of officers.

- 5.2 In order for an individual to be elected to an office, the individual should have been an active member in the organization for at least one year prior to nomination. Nominees for President and Vice President must have served on the Executive Committee in some capacity previously.
- 5.3 Nominations are taken at the Annual General Meeting and Election of Officers and all nominees must be present in order to be on the ballot.
- 5.4 The president is to be elected first and will then preside over the election for all other positions

## **Section 6 RESIGNATION AND REMOVAL**

- 6.1a Any member may be removed from the organization with cause, including but not limited to behavior or actions tending to injure the good name of the organization, disturb its well-being, or hamper it in its work, by the affirmative vote of the majority of the general membership present and voting.
- 6.1b. Notice of the charge(s) and of the time and place of the meeting shall be sent by the Corresponding Secretary at the direction of the Executive Committee, to the member by registered or certified mail to arrive at least five business days prior to the meeting.
- 6.1c. Any officer may resign at any time by giving written notice to the President or the Corresponding Secretary. The resignation shall take effect on the date of receipt of the notice or any later time specified therein. The acceptance of such resignation shall not be necessary to make it effective.

## **Section 7 VACANCIES - OFFICERS**

- 7.1a A vacancy in any office may be filled by appointment by the Executive Committee provided SIX of the EIGHT elected members approve the appointment. Notice of such appointment must be made to the general membership. The officer appointed to fill the vacancy shall serve for the remainder of the term of the officer he/she replaces.
- 7.1b An officer who has served more than half a term is considered to have served a full term in that office.

## **Section 8 Meetings**

- a. The organization shall convene a General Meeting at least once per year. The Executive Committee is to be elected every two years.
- b. The Executive Committee shall meet at least four times per year.
- b) Ordinary meetings of the organization shall be held at least four times per year including the general meeting.
- c) The Annual General Meeting shall be the FIRST General Meeting of the Corporation's fiscal year, which begins on November 1.

- d) Special meetings may be called by the President, by the Board of Directors or by 30% of members in good standing, by written request to the Corresponding Secretary.
- e) The Corresponding Secretary shall be required to send advanced notices regarding meetings at least ten (10) days prior to the scheduled meeting date.
- f) A special meeting may be called on the request of at least thirty percent (30%) of the members and the general membership. Such request must be sent to the Executive Assistant at least twenty-one (21) days prior to the date of such special general meeting in order to allow the Executive Assistant to give the required notice.

## **Section 9 DUTIES AND RESPONSIBILITIES OF OFFICERS**

### **9.1. a PRESIDENT**

- a) To be principal executive officer of the Corporation.
- b) To preside and maintain order at all meetings of the members and the Executive Committee.
- c) To acquire a working knowledge of parliamentary law and procedure and a thorough understanding of the constitution, bylaws and standing rules of the Corporation.
- d) To perform all duties incident to the office of president and such other duties as may be prescribed by the members and Executive Committee from time to time.
- e) To give a written annual summary report of the affairs of the organization at the Annual General Meeting.

### **9.1 b. VICE PRESIDENT**

- a) In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President and when so acting shall have all the powers of and be subject to all the restrictions upon the President.
- b) To perform such other duties as from time to time may be assigned by the President, the Executive Committee or the members.
- c) To be the Chairperson of the Finance Committee.

### **9.1 c EXECUTIVE SECRETARY**

1. To keep all minutes of the meetings of members and the Executive Committee.
2. To present the minutes of the previous meeting.
3. To record the proceedings.
4. To sign official documents of the Corporation when requested.
5. To be joint custodian with the president of the corporate records and of the Seal of the Corporation.
6. To ensure that the seal is affixed to all official documents as deemed necessary, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provision of these bylaws.
7. To call a meeting to order in the absence of the President or Vice President, and to preside until the election of a chairperson *pro tem*, which election should take place immediately.
8. To perform all duties incident to the office of Recording Secretary and such other duties as may from time to time be prescribed by the President or the Board of Directors or by the members.

**9.1 d. ASSISTANT SECRETARY**

1. To have and maintain a list of all officers, board members and general membership.
2. To notify members of all meetings.
3. To conduct correspondence as directed.
4. To read important correspondence or the gist of it at all meetings.
5. To perform all duties incident to the office of Corresponding Secretary when required and such other duties as may from time to time be prescribed by the President or by the Board of Directors or by the members.

**9.1 e. TREASURER**

1. To have charge and custody of and be responsible for all funds and securities of the Corporation.
2. To receive and give receipts for monies due and payable to the Corporation from any source whatsoever and to deposit all such monies in the name of the Corporation in such banks, trust company or depositories as shall be selected in accordance with the provision of Article IX of these bylaws.
3. To keep accurate accounting and bookkeeping records of such funds and present a written report at all Executive Meeting and General Meetings.

4. To sign checks, drafts and such other instruments on behalf of the Corporation, countersigned by the president or such other officers in accordance with the provision of this constitution.
5. To disburse all monies as the Corporation may direct.
6. To prepare an annual budget and other financial statements as often as required.
7. To present a complete and audited financial report at the Annual General Meeting of the Corporation.
8. To perform all duties incident to the office of Treasurer and such other duties as may from time to time be prescribed by the President or by the Executive Committee or by a majority of the members.
9. To be the Co-chair of the Finance Committee.
10. To prepare and oversee the preparation of the Corporation's Tax Returns including the preparation of any financial statements and affidavits necessary for the filing of these returns.
11. If required by the members or the Executive Committee, the Treasurer shall keep in force, a bond in form, amount and with surety or sureties satisfactory to the members and Board of Directors, conditioned for faithful performance of the duties of his or her office. A documented transition plan must be in place for restoration to the Corporation in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, monies and property of whatever kind is in his or her possession or under his or her control belonging to the Corporation.
12. The Treasurer may be elected to additional consecutive terms of office by special resolution passed and approved by at least 70% of the voting membership present at the Election of Officers.

**9.1 f ASSISTANT TREASURER**

1. To keep a record of all dues paying members.
2. To send bills when due to the membership.
3. To make provision for collection of dues at meetings.
4. To turn over all collected monies to the Treasurer, giving an accurate record to the Treasurer and the President and retaining a duplicate for himself/herself. These records are to be kept by all three parties for auditing purposes.
5. To report on the status of paid-up membership at all General Meetings and Executive Committee Meetings.

6. In the absence of the Treasurer or in the event of his or her inability or refusal to act, the Assistant Treasurer shall perform the duties of the Treasurer and when so acting shall have all the powers of and be subject to all the restrictions upon the Treasurer.
7. To perform all duties incident to the office of Assistant Treasurer and other such duties as may from time to time be prescribed by the President, the Treasurer or by the Executive Committee.
8. If required by the members or the Board of Directors, the Assistant Treasurer shall keep in force, a bond in form, amount and with surety or sureties satisfactory to the members and Board of Directors, conditioned for faithful performance of the duties of his or her office and for restoration to the Corporation in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind is in his or her possession or under his or her control belonging to the Corporation.

**9.1 g The Public Relations Officer**

1. The Public Relations Officer shall be expected to interest all past students to become members and generally to promote all activities of the organization.

**9.1 h The Liaison Officer**

1. The Liaison Officer shall maintain a permanent link between STETHS and the organization and shall inform and update the organization on activities pertaining to STETHS and its ALUMNI.

**9.1 i The IMMEDIATE PAST PRESIDENT**

The Immediate Past President shall serve in an advisory capacity, without voting privileges, on the Board for one term.

**9.1 Auditor**

The Auditor shall be a member of the organization, with a background in Accounting, who is not a member of the committee and shall be elected at the Annual General Meeting. He or she shall audit the Treasurer's account for presentation to the Annual General Meeting.

**ARTICLE II DIRECTORS AND EX-OFFICIO MEMBERS**

An Ex-officio member is a member who has been appointed by the Board of Directors and serve at their discretion.

**DUTIES AND RESPONSIBILITIES OF DIRECTORS & EX OFFICIO MEMBERS**

- a) To provide general guidance to the board, particularly in any area that they may have a professional specialty.
- b) To serve on committees and sub-committees duly formed to carry out the business of the Corporation.
- c) To assist in the management of the business, property and affairs of the Corporation.

## **10 Functions**

To carry out its responsibilities, the organization shall be entitled to raise funds for promoting the welfare of our alma-mater and to use such funds for such purpose. To this end, the views and opinions of all members shall be heard and considered.

## **11 Sub-Committee**

- (j) The Executive Committee shall be empowered to appoint a Sub-Committee for special purposes for the good of the Organization
- (k) Each Sub-Committee shall appoint its own chairperson and Executive Assistant from among its members and may co-opt other members when deemed necessary.

## **12 Quorum**

The quorum at the Annual General Meeting, special meeting or ordinary general meeting shall be fifteen percent (15%), not including members without voting privileges.

## **13 Amendment of Constitution**

This constitution shall only be amended and/or added to at the Annual General Meeting provided that the notices of the proposed changes are circulated at least twenty-one (21) days in advance and such amendments are passed by a two-third (2/3) majority of those members present and voting.

The President shall have an original vote as well as a casting vote if there is a tie in the voting for any amendment.



Associate Membership shall be open to Not-for-Profit Community Based Organizations whose aims and goals are to assist Jamaicans in Jamaica or the United States of America and who are incorporated and operating in the State of New York. Associate Members shall have all the privileges and benefits of the Association, except the ability to hold office on the executive committee.

**IV.3.F. MEMBERSHIP COMMITTEE**

1. To recruit prospective members for membership in the Association.
2. To facilitate the retention of current members.
3. To help the Association achieve steady and healthy growth.

**Section IV.4. SPECIAL COMMITTEES**

Special committees can be appointed from time to time to perform specific functions on behalf of the Corporation. This includes the formation of a Membership Committee as well as a Public Relations Committee

**ARTICLE V FISCAL YEAR**

The fiscal year of the Corporation shall begin on the First Day of November and end on the 31st day of October in the following year.

**ARTICLE VI DUES**

Dues are payable at the beginning of each Fiscal Year. Payments are for the current year and going forward. One may choose to pay for the previous year as a donation but cannot be deprived of any rights for non-payment for that year.

**ARTICLE VII SEAL**

The Board of Directors shall provide a suitable seal, which shall be in the form of a circle with such design as the Board shall approve and shall bear the words and figures:

**ST ELIZABETH TECHNICAL HIGH SCHOOL  
ALUMNI ASSOCIATION USA INC  
Since February 1996**

**ARTICLE VIII COMPENSATION**

1. None of the members, directors or officers of this Corporation, shall receive any compensation whatsoever for their services, but any member, director or officer may be reimbursed for expenses incurred in connection with the activities of the Corporation.



meeting. An affirmative vote of two-thirds (2/3) of the entire membership is necessary for adoption. A mail vote may be ordered by the Executive Committee.

2. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (C) (3) of the Internal Revenue Code or corresponding section of any future Federal Tax code.

Approved and adopted, as amended at a General Meeting of the ST ELIZABETH TECHNICAL HIGH SCHOOL ALUMNI ASSOCIATION USA INC on November 7<sup>th</sup>, 2020.

This Constitution replaces the previous constitution that was first adopted in February 1996 and amended at subsequent Annual General Meetings over the years.