

**THE OFFICIAL CHARTER AND BYLAWS OF  
THE PRAIRIE HIGH SCHOOL ALUMNI ASSOCIATION**

ARTICLE I – Identification

The official name of the organization shall be The Prairie High School Alumni Association, a Washington State 501(c)(3) non-profit corporation (“Association”).

ARTICLE II – Mission

The mission of the Association is to establish a mutually beneficial relationship between Prairie High School (“School”), of the Battle Ground School District (“District”), State of Washington, United States of America, and its alumni; to promote in every way the best image, interests and development of the School and its community. In carrying out such objects and purposes, the Association shall seek to create, foster, develop, and encourage individual and community interest in and support of the School.

ARTICLE III – Membership

Membership to the Association shall be open to all former students who have attended the School and to all former faculty, staff and contributors who have worked or volunteered at the School.

ARTICLE IV – Officials

There shall be a governing body consisting of twelve directors (“Directors”) to be elected by eligible members of the Association to a term of one year. The body shall be identified as the Prairie High School Alumni Association Board of Directors (“Board”).

ARTICLE V – Operations

There will be a method of operations and decision-making processes set forth by the Association.

Section A – Rules

Where not specifically set forth in this Charter and Bylaws, Robert's Rules of Order will be followed. Standing rules consistent with the Charter and Bylaws may be prescribed by the Directors to facilitate and expedite the carrying out of business by the Association.

## Section B – Chair

1. By majority vote, the Directors shall elect one Director to serve as Chair each year in September. More frequent elections may be held from time to time due to vacancy, seating of a new Director, or upon request of two Directors. The incumbent or any previous Chair is not precluded from being elected or re-elected as Chair.
2. The Chair will serve as the chief executive officer of the Association and serve as liaison to the administration of the School, the administration of the District, and leaders of the community.
3. The Chair is responsible for ensuring the efficient operation of the Board. The responsibilities of the Chair are administrative in nature. The Chair may delegate any tasks designated as the Chair, to another Director, at any time. In the absence of the Chair, or any other failure of the Chair to carry out the specified tasks, any other Director may perform these tasks.

## Section C – Meetings

1. *Scheduling.* Meetings shall be called upon by the Chair. The meeting notice shall include the date, time, venue, and agenda and will be issued with a minimum one week (seven calendar days) in advance of the meeting. In addition to the Directors, members of the Association shall be invited to all Board meetings. In case of to geographic distance, meetings may be held via conference call, internet conferencing or similar method, in lieu of a face-to-face gathering at a physical location. The Chair shall issue the meeting notice within seven days of a request by a Director.
2. *Quorum.* A quorum shall consist of one half of the serving Directors, provided that in no event shall a quorum consist of fewer than seven Directors. In the event that there are fewer than seven serving Directors, the designated Directors shall be temporarily empowered to vote. Provided that a quorum is present, binding votes shall be taken.
3. *Lack of Quorum.* In the event that a quorum does not present itself at a meeting, the meeting may continue but no binding votes shall be taken. Directors present may cast their votes during the meeting. Following the meeting the remaining Directors shall be given a seven day period to vote on the relevant motions.
4. *Voting.* Any Director may make a motion and any other Director may second the motion. After a motion is made and seconded, discussion shall be held followed by voting. Motions shall carry by a simple majority of the quorum, except for matters for which the Bylaws specifically require a two-thirds vote.
5. *Electronic Meetings.* Meetings may also be held more informally over a period of time via conference call or internet conferencing. Multiple motions may be considered during these meetings. In the event that any motions are made and seconded, a discussion period shall be opened for a minimum of seven days. Immediately following the discussion period, a minimum seven-day period will be opened for voting. The Chair shall establish a beginning date and time and ending date and time to consider and vote on said motion(s). The timeframe for discussion shall commence not more than three days after the seconding of the motion. In order for a motion to pass, at least a quorum must vote. These time frames may be shortened as necessary due to urgent need for action as determined by the Chair. In such case, the Chair shall contact the Directors via

telephone or electronic mail (e-mail) to inform them of the timeframe of the discussion and vote.

#### Section D – Vacancies

Whenever a vacancy shall occur on the Board for any reason, including resignation, removal, illness or death, other than enlargement of the Board, the Director position may be filled in one of two methods.

1. *Appointment.* The Chair may select a member of the Association for appointment to fill the vacancy in the Board to complete the remaining term with approval by two-thirds of the existing members of the Board.
2. *Special Election.* A special election may be held to fill the vacancy for the remainder of the term by simple majority of the votes cast by participating members of the Association.

### ARTICLE VI – Committees

#### Section A – Selection and Appointment

The Board shall authorize and define the powers and duties of all standing Committees. The Chair shall authorize and define the powers and duties of all special committees. Members of all standing committees shall be appointed by the Executive Committee and approved by the Board. Members of all special committees shall be appointed by the Chair and approved by the Executive Committee. Members may be removed in the same way except as herein otherwise provided.

#### Section B – List of Committees

The following is a list of Standing Committees of the Association with the option to add new or remove existing Committees.

1. *Executive Committee.* The Executive Committee provides overall direction for the Board and its Committees. It shall advise the Board and make interim policy interpretations between Board meetings. The committee is empowered to act on behalf of the Board when necessary, subject to the subsequent ratification of the Board. In such instances, the Executive Committee shall have all the powers of the Board, except the powers to make or amend the Charter and Bylaws. It is also responsible for the development of a long-range plan, updated annually, that will outline the general scope and breadth of organized alumni activities the Association desires.
2. *Finance Committee.* The Financial Committee reviews and oversees the financial affairs of the Association and recommends an annual Association budget to the Board. This committee is also responsible for implementing Association programs and activities designed to benefit the members and/or promote revenue sources for Association programs. Activities such as group insurance, financial accounts (including

but not limited to loans, credit cards, demand deposit accounts, certificates of deposit), travel, and similar programs are in this committee's purview.

3. *Nomination Committee.* The Nomination Committee is responsible for searching out and evaluating prospective members of the Board. In preparing recommendations for board membership, the committee ensures appropriate alumni representation from the various graduating classes, organizational units, geographical areas, and demographic characteristics of the alumni. The committee evaluates current members of the Board for possible re-election and considers nominations from the general membership to the Board. The committee also evaluates current Board members in order to provide a selection of candidates for Chair positions. The committee also nominates an individual for any vacancy of an office or Board position. This committee is also responsible for reviewing criteria for honors and awards established by the Board. It receives nominations and makes recommendations of recipients of annual honors and awards. This committee also assists in developing award presentation ceremonies.
4. *Scholarship Committee.* The Scholarship Committee is responsible for establishing, maintaining, and distributing funds to provide scholarships to alumni and graduating students of the School who intend to enroll, or are currently enrolled in an accredited college, university, vocational school or technical school. It shall be the duty of the Scholarship Committee to evaluate the funding that should be allotted to the scholarship grants and to promote fundraising activities to provide funding for these grants.
5. *Activities and Events Committee.* The Activities and Events Committee reviews and recommends policies and procedures regarding concerts, lectures, sporting events, fairs, fundraisers and other activities. It is responsible for the planning, organizing, promotion, and hosting of such activities and events by and/or for alumni of the School to be sponsored by the Association. The Activities and Events Committee will also coordinate with other committees in the Association involving related ceremonies.
6. *Historical Committee.* The Historical Committee is responsible for obtaining and recording the activities and maintaining the history of the School and the Association in both written and pictorial form.
7. *Booster Relations Committee.* The Booster Relations Committee is responsible for improving relations between the Association and the Prairie High School Boosters by developing programs which support the School in achieving its goals. It assists with Booster officials in generating resources for the enhancement of the School and the Boosters.
8. *School Relations Committee.* The School Relations Committee is responsible for improving relations between the Association and the School by developing programs which support the School in achieving its goals. It assists with School and District administrators in generating resources for the enhancement of the School.
9. *Public Relations Committee.* The Public Relations Committee is responsible for improving relations between the Association, the School community, and the general public by developing programs which support the School and the community in achieving its goals. It assists with community members and leaders in generating resources for the enhancement of the School.
10. *Alumni Relations Committee.* The Alumni Relations Committee is responsible for building good relationships between the Association and the alumni of the School. It develops networks among our alumni to facilitate professional interaction and

career opportunities for alumni. This committee also works to establish, expand, and promote chapters and other alumni organizations. It advises staff and chapter leaders in the areas of planning, chapter development, and program promotions. This committee also ensures that the Association utilizes the most effective communication and marketing techniques and vehicles to reach the alumni. It is concerned with improving communication with alumni in order to facilitate greater involvement of alumni in Association programs and services. It reviews and recommends new programs and services for alumni.

11. *Additional committees.* The Board may create such other committees, from time to time, as deems necessary for the proper conduct of the affairs of the Association.

## ARTICLE VII – Relations

In accordance with the stated purposes of the Association, the Board of Directors shall make all reasonable efforts to maintain good relations and communication with the School and its community.

## ARTICLE VIII – Financials

### Section A - Budget

A budget for the next succeeding fiscal year of the Association shall be prepared by the Finance Committee and presented to the Board for approval no later than the April meeting of the Board. Any contract or capital expenditure not included in the budget must be approved by the Board.

### Section B – Fiscal Year

The fiscal year of the Association shall begin on the first day of July in each year and end on the last day of June in each year.

### Section C – Execution of Papers

All contracts, mortgages, leases, deeds, transfers and other conveyances of the real or personal property of the Association, or promissory notes, acceptances, checks, drafts, orders or other obligations of the Association for the payment of money, all bonds, licenses, returns, reports, applications, and all other instruments or writings of any nature, shall be signed, executed, acknowledged and delivered for and on behalf of the Association by the Chair, acting singly, or as may be specifically authorized by the Board in writing from time to time.

### Section D – Review

The Board shall cause a yearly review of the finances of the Association to be conducted by a certified public accountant selected by the Board, which review shall be conducted as soon as is practicable following the close of each fiscal year of the Association.

## ARTICLE IX – Amendments

Section A – Notice

The Charter and Bylaws may be amended at any regular meeting of the Board, provided that a notice stating the purpose of each proposed amendment is sent to every Director not less than fourteen calendar days prior to the date of the meeting at which the proposed amendment is to be voted upon at the meeting.

Section B – Voting

Voting shall require a roll call concurring vote of not less than two-thirds of the Board who are present at the meeting to amend the Charter and Bylaws.

ARTICLE X – Adoption

This Charter and Bylaws shall be effective immediately upon approval by the Board by majority vote by a quorum, and may be amended or superceded at any time by the Board under the same method.