

# **The Bylaws of The Maine Central Institute Alumni Association**

*Approved on **September 29, 2020** by the Executive Committee of the Maine Central Institute Alumni Association.*

*Approved on **September 29, 2020** by the Head of School of MCI.*

*Adopted on \_\_\_\_\_ (date) by the Membership of the Maine Central Institute Alumni Association present at the Annual General Meeting of the Association held during the Annual MCI Reunion Weekend.*

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## **Article I. Name and Location**

Section 1. The name of the organization shall be the Maine Central Institute Alumni Association, hereafter referred to as the Association.

Section 2. The principal office, mailing address, email address, and phone number of the Association will be the same as the main mailing address for the school, Maine Central Institute (MCI), 295 Main Street, Pittsfield, ME 04967. The Association will be provided office space on campus by the school and will use the main phone number and email address of the school

## **Article II. Mission, Goals and Organization**

Section 1. Mission: The Maine Central Institute Alumni Association shall be dedicated to promoting and advancing the best interests of past, current, and future MCI students. Through event planning, networking, and communication, the Alumni Association seeks to engage and inspire all alumni to reconnect with classmates and friends and serve as intergenerational thinkers and volunteers to ensure the ongoing success of the school and maintain its traditions and legacies.

Section 2. Goals:

- a. Identify, select and develop alumni leaders in conjunction with class agents.
- b. Provide opportunities and ways for alumni to begin, to maintain, or to enhance relationships with MCI and each other
- c. Foster productive communication with MCI
- d. Serve as the vehicle of communication between alumni and the Board of Trustees, Head of School, regarding ideas for further development of MCI

- e. Represent MCI to the community, prospective students and families, and other constituents as needed to promote MCI
- f. Support current and future initiatives of MCI as determined by the Board of Trustees, Head of School, faculty, and staff.
- g. Set up, oversee, direct and maintain, with the support of the MCI Advancement Office, an effective MCI Class Agent Program.

Section 3. The Association shall be organized exclusively for social, educational and charitable purposes as determined by MCI.

Section 4. The Association shall function as one of the many clubs sponsored by MCI.

Section 5. The Association shall work with the member(s) of the Advancement Office, who will serve as the MCI faculty/staff liaison to the Head of School.

### **Article III. Membership and Voting Eligibility**

#### Section 1. Regular Membership:

All graduates and former students who have attended MCI for at least one school year automatically become Regular Members of the Association with full voting rights.

All those who have become members of the Association, until stricken from the membership roll by a two thirds (2/3) majority vote of the Executive Committee or until their resignations, as hereinafter provided, be members of the Association for life.

#### Section 2. Honorary Membership:

The Executive Committee may elect to award an Honorary Membership to anyone who does not qualify as a regular member. Honorary Members shall possess all rights of membership except the right to vote or hold office. The only exception shall be the Representative from the MCI Advancement Office who is currently designated as an officer of this Association by the Executive Committee. He or she, if not a Regular Member, shall have the right to vote and hold office as an Honorary Member.

#### Section 3. Member Resignation:

Any member of the Association may terminate his or her membership by filing a written resignation with the secretary of the Association and may rescind his or her resignation in a similar manner.

### **Article IV. Executive Committee**

#### Section 1. Executive Committee:

The affairs of the Association shall be managed by an Executive Committee that consists of the President, Vice President, Secretary, Treasurer, the appointed Representative from the MCI Advancement Office, the Chair of any appointed Association committee, the Immediate Past President, two (2) appointed Members - at - Large, two (2) Class Agent Representatives and one (1) appointed Student Representative.

#### Section 2. Quorum:

The required quorum to constitute an official meeting of the Executive Committee shall be four (4) members who attend prior to the adjournment of said meeting.

### Section 3. Elected Officers of the Executive Committee:

#### a. Elected Officers:

The elected officers of the Executive Committee shall be the President, Vice President, Secretary, and Treasurer.

#### b. Term of Office:

Elected officers shall serve a term of approximately three (3) years commencing from the date of election at the Annual General Meeting of the Association held at the Annual MCI Reunion Weekend. Elected officers may serve up to 3 consecutive terms.

#### c. Vacancies:

The Executive Committee by a majority vote shall fill any vacancies of elected officers.

#### d. Removal from Office:

Removing an elected officer from office is a very serious matter and should be the action of last resort. The Executive Committee can by a majority vote remove an officer from office.

#### e. Multiple Office Holding:

No elected officer may hold more than one elected office at one time.

### Section 4. Appointed Members of the Executive Committee

#### a. Appointed Members:

The appointed members of the Executive Committee are the MCI Advancement Office Representative, the Chair of any appointed Association Committee, the two (2) Members-at - Large, two (2) Class Agents Representatives and the one (1) Student Representative.

#### b. Term of Office:

Appointed members shall serve for one school year and be reappointed as needed by a majority vote by the Executive Committee.

#### c. Vacancies:

The Executive Committee by a majority vote shall fill any vacancies of the appointed members.

#### d. Removal of an Appointed Member from the Executive Committee:

Removing an appointed member from the Executive Committee is a very serious matter and should be the action of last resort. The Executive Committee can by a majority vote remove an appointed member from the Executive Committee.

e. Multiple Appointed Member Position Holding:

Appointed members may hold more than one appointed position at one time, but can only cast one vote.

## **Article V. Duties and Responsibilities**

### Section 1. President:

The President is the chief executive officer for the Association and shall preside at all meetings of the Association. The President with the approval of the Executive Committee shall appoint all standing and special committees, members to do certain tasks and perform the usual duties pertaining to the office, unless the Executive committee shall specifically vote otherwise. The President shall be an ex-officio member of all committees.

The President shall keep the officers and other members of the Executive Committee and the membership fully informed as to all Association activities on a timely basis.

The President shall conduct the active day to day business of the Association and shall be responsible for all actions in this regard. A summary of the activities of the Association over the last year and its plans for the present school year

At the beginning of each school year, the President shall cause a concise written report of the activities of the Association over the last twelve (12) months to be made publishable in MCI publications as determined by the Head of School. The President and the Secretary with the approval of the Head of School will also carry out the distribution of information as stated in Article X.

All agreements made by the Association shall be executed by the President except where the execution thereof shall be expressly delegated by the President to the Vice President.

The President shall obtain the approval of the Executive Committee and the Head of School before proceeding with any alumni events and/or alumni fundraising events or paying for Association expenses that total more than \$200.

### Section 2. Vice President:

The Vice President shall, in the absence of the President, perform the duties and exercise the powers of the President. The Vice President shall become the President, if the President, for whatever reason is unable or unwilling to perform the duties of his office.

The Vice President shall also perform such other duties as the President may delegate. It shall be the policy of the Association to encourage the election of individuals to this office who have both the capacity and desire to serve as President in the future.

### Section 3. Secretary:

The Secretary shall summon the officers and other members to each meeting of the Executive Committee and to the Annual General Meeting. At these meetings, the Secretary shall record the

attendance, advise the presiding officer if a quorum has been achieved, and take and preserve the minutes of each meeting. The Secretary shall tend to the correspondence of the Association. At the Annual General Meeting, the Secretary shall have the minutes of the Executive Committee Meetings and those of the last Annual General Meeting available if any member wishes to inspect them.

#### Section 4. Treasurer:

The Treasurer shall administer a regular account of all monies, assets, receipts and disbursements of the Association arranged through the MCI Business Office and shall have custody of the monies with approval from the MCI Business Office and shall deposit the same at MCI Business Office. The Treasurer and the MCI Business Office shall sign, in the name of Association, checks for payments of expenses authorized by the Association. In the absence of the Treasurer, the President shall also be authorized to sign checks and make deposits with the MCI Business Office.

The fiscal year of the association shall be from July 1 to June 30. The Treasurer shall present to the Executive Committee and the membership at the Annual General Meeting an annual report of the finances of the Association after the close of the Association's fiscal year.

#### Section 5. Member-at-Large:

The Members-at-Large is a Regular Member appointed by the President and approved by a majority vote of the Executive Committee who shows a strong interest in MCI and its alumni and has outstanding talents that will help the Association to carry out its yearly activities to support its mission and goals.

#### Section 6. Class Agent Representative

The Class Agent Representative is a Regular Member who is a current Class Agent and is appointed by the President and approved by a majority vote of the Executive Committee who shows a strong interest in MCI and its alumni and has outstanding talents that will help the Association to carry out its yearly activities to support its mission and goals. The Class Agent Representative will also keep the members of the Executive Committee up to date on all aspects of the MCI Class Agent Program.

#### Section 7. Student Representative:

The Student Representative shall be a current student of MCI appointed by the President and approved by the Executive Committee who shows a strong interest in MCI and its alumni and has outstanding talents that will help the Association to carry out its yearly activities to support its mission. The Student Representative shall help the Executive Committee better understand the point of view of the current student body regarding the Association's activities. The Student Representative shall have voting rights, however, cannot vote on approving contracts.

#### Section 8. Immediate Past President:

The Immediate Past President is welcomed to participate as much as she or he likes at all Executive Committee Meetings and to help the Committee better understand the past workings of the Association and how to make it a better working organization in the future. The Immediate Past President has voting rights at Executive Committee meetings.

#### Section 9. Payments:

No officer or member of the Executive Committee shall accept payment or salary for their duties from the Association's treasury, other than reimbursement payments for approved Association expenses that they may have incurred.

## **Article VI. MCI Class Agent Program**

The Association will set up, oversee, direct and maintain, with the support of the MCI Advancement Office, an effective Class Agent Program for MCI that will enable the following goals for its Class Agents to be achieved each year:

- a. Provide opportunities and ways for class members to reconnect with each other including assisting in organizing class milestone reunions.
- b. Offer specific strategies to re-engage class members with the MCI of today.
- c. Assist in planning/volunteering for Alumni Association intergenerational events.
- d. Serve as a representative and liaison for the class regarding best ways to serve the particular interests of the class.
- e. Share information about MCI with class members, and information about class members to MCI (deaths, address/phone/email changes,etc).
- f. Assist in the planning /volunteering for the Annual MCI Reunion Weekend.

## **Article VII. Meetings**

### Section 1. Annual General Meeting:

The Annual General Meeting of the Association shall be held during the Annual MCI Reunion Weekend at a time and place on campus determined by the Association and the Advancement Office at MCI. The MCI Advancement Office shall notify by electronic or published notice in advance all the members of the Association as to the time and place of this meeting. The President is expected to preside over this meeting. All members of the Executive Committee are expected to attend this meeting and to present reports as requested by the President.

Only members physically present may cast a vote. No voting by proxy is allowed. Copies of the Bylaws should be handed out to all members that may request them at this meeting. Meeting minutes shall be sent to any member who requests them as stated in Article X. The quorum requirement for this meeting is four (4) members.

### Section 2. Executive Committee Meeting

Executive Committee Meetings shall be held at least four (4) times a year to carry out the business and the mission and goals of the Association.

The time and place of these meetings are picked by the President. Notices of such meetings shall be posted on the Association's Facebook page and sent to the e-mail addresses of each member of the

Executive Committee at least seven (7) days prior to the meeting. Any member of the Association may request to be sent an e mail notice of these meetings.

All Regular and Honorary Members of the Association are invited to also attend and participate at these meetings, but are not allowed to vote. Besides conventional "in person" meetings, these meetings may be conducted telephonically or virtually or by any other manner which permits the members participating to hear and be heard by the other members participating.

The required quorum to constitute an official meeting of the Executive Committee shall be four (4) members of the Executive Committee who attend prior to the adjournment of said meeting.

No voting by proxy is allowed at these meetings.

As stated in Article X, the minutes of the meeting will be emailed to all members of the Executive Committee and to any other members who attended the meeting. Any other member will be e-mailed the meeting minutes upon request. A brief summary of the meeting shall be written by the President or Secretary and be placed on the Association's Facebook page.

### **Article VIII. Parliamentary Authority**

The current edition of Robert's Rules of Order shall be the parliamentary authority of the Association.

### **Article IX. Disclaimer to Not Engage in Outside Activities**

Not with-standing any provision of these Bylaws, the Association and its Executive Committee shall not engage in any activities including both political or religious or exercise any powers that are not in direct furtherance of the mission and goals of the Association.

### **Article X. Information Distribution**

Section 1. The President and the Secretary with the approval of the Head of School will carry out the distribution of information as stated here in Article X.

Section 2. Minutes of each Executive Committee Meeting and Annual meeting shall be emailed to each member of the Executive Committee and to any member who has requested them.

Section 3. A brief summary of the high points of each Executive Committee Meeting and Annual General Meeting shall be placed on the Association's Facebook page in a timely fashion by the President or Secretary.

Section 4. A summary of the activities of the Association over the last year shall be placed by the President or Secretary in MCI publications and on the MCI website and signed by each member of the Executive Committee.

Section 5. A copy or a link to a copy of the Association's current Bylaws shall be placed on the Association's Facebook page and on the MCI website by the President or Secretary once a year and e-mailed to any member who may request them.

Section 6. Notices of Executive Committee Meetings shall be sent by the President or Secretary to members of the Executive Committee and other members who may request notices via the Association's Facebook page and/or individual emails.

Section 7. Advance Notice of the Annual General Meeting of the Association shall be published in MCI publications, on the MCI website and also on the Association's Facebook page

#### **Article XI. Amendments**

Section 1. The Association's Bylaws may be amended or repealed at the Annual General Meeting of the Association by a two thirds (2/3) majority vote of those members present and voting, provided that notice, electronic or otherwise published, of such intended action, giving in full the text proposed to be repealed or adopted shall have been approved by the Executive Committee and the Director of the Head of School have been sent to each member of the Association and/or displayed on the Association's Facebook page at least thirty(30) days in advance of the meeting.

Section 2. The Executive Committee may temporarily amend the Association's Bylaws as necessary to better conduct business in the best interest of the Association during the twelve (12) months between the Annual General Meetings. Such temporary amendments need a two thirds (2/3) majority vote of the Executive Committee to be approved and must also be approved by the Head of School. Such amendments must then be voted on and approved by the membership present at the next Annual General Meeting to continue and become permanently adopted as stated in Section I.

#### **Article XII. Dissolution of the Association**

In the event of the dissolution of the Association, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be given freely to the MCI Business Office for contributions to the MCI Annual Fund.