

# **Constitution of The Alumni Association of Wisconsin Academy**

## **Article I**

### *Name*

This association's legal name shall be Alumni Association of Wisconsin Academy, with principal offices at N2355 DuBorg Road, Columbus, Wisconsin, 53925.

For the purposes of this document and related by-laws, the word "Association" shall be defined as the entirety of its constituent members

## **Article II**

### *Objectives*

The principle objectives of the Association are:

1. To mobilize the full strength of the organized alumni in support of the educational programs of Wisconsin Academy in all its scholastic, spiritual, and practical manifestations consistent with the mission and doctrinal positions of the Seventh-day Adventist Church.
2. To secure unity among the alumni members.
3. To promote the mission of Wisconsin Academy.
4. To foster Christian association of alumni members.
5. To stimulate the growth of school spirit, loyalty, and the spirit of service.
6. To assist the Academy in raising funds for scholarships and special projects.
7. To encourage the fellowship and communication between and among the various alumni members by establishing local chapters of the association as appropriate.

## **Article III**

### *Membership*

The membership of the Association shall consist of:

1. All graduates and attendees of high school courses of Wisconsin Academy, Bethel Academy and Walderly School.
2. All members of the faculty and staff both past and present.
3. All friends of Wisconsin Academy with an interest in promoting Christian ideals and educational objectives consistent with those of Wisconsin Academy and the Seventh-day Adventist Church. Voting rights shall be held by such membership upon approval of the membership in business session.

## **Article IV**

### *Board of Directors*

Sec. 1 – The Board of Directors of the Association shall consist of:

- a. The Executive Committee consisting of:
  - i. President
  - ii. Vice President
  - iii. Secretary
- b. Three board members elected by the membership
- c. Development Director of Wisconsin Academy

Sec. 2 – The principal of Wisconsin Academy shall be an invitee to all Board of Director meetings of the Association.

Sec. 3 – The treasurer of Wisconsin Academy shall be an invitee to all Board of Director meetings of the Association.

## **Article V**

### *Terms of Office*

The Executive Committee and board members shall be elected simultaneously every two years with a limit of eight consecutive years. They shall hold office until their successors have been elected by ballot, or as resignation requires that an office be filled.

## **Article VI**

### *Nominations and General Discussion Forums*

Sec. 1 – The Board of Directors shall be the Nominating Committee for the ensuing year, the purpose of which is to carry out solicitation of the membership for nominations to the voted offices of the Board of Directors and to communicate those nominations to the membership through avenues of general business discussion as described in Section 4 of this article.

Sec. 2 – The alumni newsletter shall be the primary forum for general business discussion including presenting to the membership issues needing their consideration, dissemination of responses representative of the various opinions held by the members, publishing the call for a vote on issues, and publication of vote results and statistics.

Sec. 3 – The Board of Directors may also at its discretion utilize other forums in addition to that of the alumni newsletter.

## **Article VII**

### *Nominations and Elections*

Sec. 1 – Nominations for the offices of the Executive Committee and three voted board members shall be solicited from the membership. Solicitation of nominations shall be made through the forums provided for in Article VI of this Constitution.

Sec. 2 – Election of officers shall be by a majority vote of the membership tallied at the bi-annual meeting of the Association. Votes may be cast in person while in attendance at a meeting of the Association or in absentia ahead of a meeting of the Association using methods determined by the Board of Directors.

## **Article VIII**

### *Vacancies*

In the event any office becomes vacant, save the office of President, the Board of Directors is authorized to use its discretion in filling the vacancy until the end of the current term of office. In the event of the disability, resignation or death of the President, the Vice President shall fulfill the role of President until the end of the current term of office.

## **Article IX**

### *Dues*

In lieu of annual dues, the Association encourages its members to actively participate in fundraising efforts benefitting Wisconsin Academy.

**By-Laws**  
**Of**  
**The Alumni Association Of Wisconsin Academy**

**Article I**

*Authority*

The Board of Directors provided for in Article IV of the Alumni Association Constitution shall have full administrative authority in all the affairs of the Association in the interim between bi-annual meetings of the Association.

**Article II**

*Duties of the Officers*

Sec. 1 – It shall be the duty of the President to preside at all meetings of the Association and to act as chairperson of the Executive Committee and Board of Directors.

Sec. 2 – It shall be the duty of the Vice President to preside at all meetings of the Association, in the absence of the President and to perform such other duties as may be delegated to him/her by the Board of Directors or the Executive Committee.

Sec. 3 – It shall be the duty of the Secretary to keep minutes of meetings of the Association, Board of Directors and Executive Committee.

Sec. 4 – The Wisconsin Academy Treasurer shall have the custody of all moneys, notes, and securities and all records pertaining to the funds of the Association, and shall keep accurate records in the books of account. That person shall make such reports and perform such duties as are incident to the office, or as may be required by the Executive Committee.

**Article III**

*Amendments*

Sec. 1 – The Constitution of the Alumni Association of Wisconsin Academy may be amended by a two-thirds vote of the membership tallied at any duly called meeting of the Association. Votes may be cast in person while in attendance at a meeting of the Association or in absentia ahead of a meeting of the Association using methods determined by the Board of Directors.

Sec. 2 – These By-Laws of the Alumni Association of Wisconsin Academy may be amended by a two-thirds vote of the membership tallied at any duly called meeting of the Association. Votes may be cast in person while in attendance at a meeting of the Association or in absentia ahead of a meeting of the Association using methods determined by the Board of Directors.

Sec. 3 – All proposed amendments to the Constitution and By-Laws are to be submitted to the Board of Directors who will apprise the members of such proposed amendments in accordance with Article VI Sections 4 and 5 of the Constitution.

#### **Article IV**

##### *Meetings – Executive Committee and Board of Directors*

Sec. 1 – A meeting of the Executive Committee may be called at any time by the President. At any such meeting two (2) executive members shall constitute a quorum.

Sec. 2 – Regular meetings of the Board of Directors shall be held at least two (2) times per year. The time and place is at the discretion of the officers of the Board. Meetings may be called at any time by the Association’s President, or in the absence of the President, by the Vice President. A quorum shall consist of four (4) board members and shall include either the President or Vice-President or both.

#### **Article V**

##### *Meetings of the Association*

Sec. 1 – At all meetings of the Association the President of the Association or in the absence of the President, the Vice-President or Secretary, in that order of succession, shall preside.

Sec. 2 – Regular meetings of the constituent members of the Association shall be called by the Board of Directors of the Alumni Association and be held at least bi-annually during alumni weekend on the campus of Wisconsin Academy.

Sec. 3 – Special meetings of the constituent members may be called by majority vote of the Board of Directors.

#### **Article VI**

##### *Notice of Meetings of the Association*

The Board of Directors shall give notice to the constituency of all regular or special meetings as published in the alumni newsletter published by the Development Office at Wisconsin Academy, at least (30) days prior to the meeting, setting forth time, place, and object of the meeting.

#### **Article VII**

##### *Quorum – Meetings of the Association*

Sec. 1 – A quorum of the constituency for the transaction of business at any regular or special meeting of the Association shall consist of not less than fifteen (15) members.

Sec. 2 – Each member shall cast only his own vote and no votes cast by proxy shall be recognized.

## **Article VIII**

### *Publications*

Sec. 1 – The Development Office at Wisconsin Academy shall publish an alumni newsletter.

Sec. 2 – The newsletter shall be furnished to all members of the Association.

## **Article IX**

### *Indemnification*

Sec. 1 – The Association shall indemnify any person who is serving or has served as an officer or member of the Board of Directors of the Association (and his/her executor, administrator, and heirs) against all reasonable expenses (including, but not limited to judgments, costs and legal fees) actually and necessarily incurred by him/her in connection with the defense of an litigation, action, suit, or proceeding, civil, criminal or administrative, to which he/she may have been made a party by reason of being or having been an officer or board member of the Association, except he/she shall have no right to reimbursement for matters in which he/she has been adjudged liable to the Association for negligence or misconduct in the performance of his/her duties.

Sec. 2 – The right of indemnification shall be in addition to, and not exclusive of, all other rights to which such an officer or board member may be entitled.