

SHSAA, Inc. Bylaws

Adopted October 27, 2018

Article I: Name, Purpose, and Location

Section 1 The name of this organization is SHSAA, Inc., a.k.a. Columbus South High School Alumni Association. SHSAA is a 501c3 nonprofit corporation with an address of PO Box 12214 Columbus, Ohio 43212.

Section 2 The mission of SHSAA is:

- To provide scholarships for graduating seniors and/or college students who are currently enrolled and attending a college, or university, or trade school and to provide financial support to the faculty for the purpose of extending students' academic and extracurricular experiences;
- To preserve the history and all archival materials of Columbus South High, a.k.a. South High School Urban Academy;
- To foster a spirit of loyalty and camaraderie;
- To facilitate the continuation and improvement of members' contact with each other and with students, faculty, and administration of the school.

Section 3 The archives of SHSAA will be stored in a safe and appropriate facility as determined by the Board of Directors.

Section 4 Items from the archive may be displayed at secured locations at South High School, at SHSAA events, and at other secured locations approved by the Board of Directors.

Article II: Membership Status

Section 1 SHSAA provides four membership levels: Active, Associate, Honorary, and Inactive members.

Section 2 Active Members are persons who were students, teachers, administrators, or were employed at South High School and other persons who support the work of SHSAA. All Active Members must be current with their annual dues.

Section 3 Associate Members are certificated, classified, and administrative staff currently employed at Columbus South High School. Associate Members may not be elected to the Board of Directors. Associate Members have all other rights and privileges of Active Members. All Associate Members must be current with their annual dues.

- Section 4 Honorary Members are those friends, benefactors, and others whose services SHSAA desires to recognize. Honorary membership will be awarded by a majority vote of the Board of Directors. Honorary Members pay no dues.
- Section 5 Inactive Members are members who are not current with their dues and have no voting rights.
- Section 6 There will be an annual meeting of the members of SHSAA. The Board of Directors will determine the date and time of the Annual Meeting. Other special meetings of the membership may be called at any time and at any place in Columbus, Ohio by a majority vote of the Board of Directors of SHSAA provided Active Members are given fifteen (15) days notice the time and the place of the meeting.
- Section 7 Any Active Member may vote on all actions at the Annual Meeting and other special meetings of SHSAA.
- Section 8 A simple majority of SHSAA active members in attendance at the SHSAA Annual Meeting and other special meetings of SHSAA membership will be sufficient to approve or disapprove any official business of SHSAA.
- Section 9 Active Memberships and Associate Memberships are renewed annually.
- Section 10 The membership year coincides with the fiscal year which is January 1 – December 31.
- Section 11 All social activities of the SHSAA, e.g. quarterly breakfasts, the September picnic, the Oldies Dance, and the Spring Fling are planned to “facilitate the continuation and improvement of members’ contact with each other ...”. These social meetings are not for the purpose of conducting business of SHSAA.

Article III: Election and Voting

- Section 1 Any Active Member who wants to include hers/his name for consideration by the Nominating Committee as a candidate for the Board of Directors on the Official Ballot must complete and submit an official application found on the SHSAA website.
- Section 2 The Board of Directors application must contain the Active Member’s electronic signature, current address and all other requested information.
- Section 3 This request must be received 45 days prior to the date of the scheduled SHSAA Annual Meeting.
- Section 4 The Nominating Committee will consider each request. The Board of Directors will approve or disapprove each request.

- Section 5 An official ballot to elect SHSAA directors will be distributed to all Active Members not fewer than thirty (30) days before the date of the Annual Meeting. Each Active Member will be entitled to vote for four (4) of the names on the official ballot for election to the Board of Directors either via mail or at the annual meeting.
- Section 6 Directors will be elected at the Annual Meeting.
- Section 7 Active Members may vote in person at the Annual Meeting, or by returning the Official Ballot via U.S.P.S. mail, or by scanning the Official Ballot and attaching it to an email to the SHSAA President.
- Section 8 All Official Ballots sent by U.S.P.S. mail or attached to an email must be received at least 7 days before the Annual Meeting.
- Section 9 All Official Ballots returned by mail must be signed by the Active Member in order to verify that the official ballot is valid. The email must contain the sender's email address in the heading so that Active membership status can be verified. SHSAA's mailing address and email address will be included on the official ballot.

Article IV: Board of Directors and Powers

- Section 1 Active Members will elect the Board of Directors, except when a Board member is unable to finish her/his term or resigns. In these cases the SHSAA President will nominate an Active Member to the vacated seat(s). The nominee(s) will be approved or not approved by vote of the Board of Directors.
- Section 2 Only Active Members are eligible to be elected to the Board of Directors.
- Section 3 All activities of SHSAA will be guided by SHSAA's ordinary powers vested in the Board of Directors, which will consist of twelve (12) members.
- Section 4 Each year there will be four people elected to the Board of Directors. Newly elected directors will serve a three-year term in order to maintain the rotation of terms of office. A Board Member is eligible to be nominated for reelection at the end of hers/his term.
- Section 5 Directors must attend at least 50% of the scheduled meetings of the Board. Directors not attending the minimum number of meetings and not making the president aware of the reason for not attending may be replaced and not be eligible for reelection the next term.
- Section 6 The quorum necessary for transaction of SHSAA business at any meeting of the Board of Directors will be a simple majority (6 plus 1). If unable to attend a meeting, Directors may vote on any previously announced matter by mail or may be represented by a proxy who is a member of the Board of Directors.

The SHSAA Board of Directors has the power to act on behalf of SHSAA in all business pertaining to SHSAA.

Article V: Officers

- Section 1 SHSAA Board of Directors will elect its officers from its own members each year.
- Section 2 The officers will be: President, Vice President, Secretary, Treasurer, and any additional officers deemed necessary by the SHSAA Board of Directors. No Director may hold more than one office at the same time. Vacancies in the offices occurring between meetings of the board of directors may be filled by appointment of the SHSAA president. Officers will be elected for one year.
- Section 3 The duties and power of officers will be as follows:
- President
- The President will be the executive officer of SHSAA and will preside at all meetings of members and the Board of Directors.
 - It will be the President's duty to advise the other officers of their duties and keep informed of the performances of the duties of their particular offices.
 - The President will designate work and supervise the functions of all committees and in general direct all functions of SHSAA
- Vice President
- The Vice President will assume the powers and duties of the President in the President's absence or inability to serve.
- Secretary
- The Secretary will keep proper written minutes of all meetings of the membership and of the Board in a permanent file.
 - The Secretary will receive a printed report of the results of all balloting and include the report with the minutes of the Annual Meeting.
 - The Secretary will preserve all records of SHSAA.
 - Duties include responding to or initiating correspondence as directed by the President.

Treasurer

- The Treasurer will keep an accurate account of all money in the treasury and make all expenditures that have been duly authorized the Board of Directors.
- The Treasurer will make a financial report at each Board and membership meeting and will file all necessary tax forms and reports as required by law.
- The Treasurer will chair the Budget Committee to prepare an annual budget.

Article VI: Fiscal Responsibility

Section 1 The Board of Directors must approve an annual budget with itemized expenditures and timelines by January 31 of the new fiscal year. All expenditures not in the budget exceeding \$100 require pre approval of the board of directors.

Section 2 President and Treasurer will be signers on the checking, savings, and investment accounts.

Section 3 President or Treasurer will be the signatory on checks and legal documents.

Section 4 SHSAA's financial records will be reviewed annually by a CPA. The president will designate the person/firm reviewing the financial records. A 1099 IRS return will be filed annually.

Section 5 SHSAA's fiscal/membership year is January 1–December 31.

Article VII : Dues and Other Contributions

Section 1 Active Member of the SHSAA status is granted upon payment of the annual membership dues set by the Board of Directors. The Board of Directors will determine the amount of the annual dues and publicize that amount to members and prospective members.

Section 2 All revenue from membership dues and SHSAA social events will be deposited in SHSAA's operating account and used for expenses approved in the SHSAA annual budget for operating expenses.

Section 3 All revenue solicited for scholarship support will be deposited in SHSAA's Scholarship Account. Each donor will be provided proof of his/her contribution for tax deduction purposes.

Section 4 All revenue contributed for other SHSAA board-designated events, and other projects will be deposited in the Operating Account and dispersed

with Board approval only for expenses related to these events and projects.

Section 5 All Honorary Members will be exempt from all dues.

Article VIII: Committees

Section 1 The SHSAA Board of Directors will appoint the following standing committees:

- Finance Committee – to assist in the collection of dues, assessments, or subscriptions as may be determined by the Board; keep informed of the financial condition of SHSAA; and prepare an annual budget for SHSAA. The Treasurer will serve as chairperson of the committee.
- Scholarship Committee – to solicit applications from students for Alumni Association Scholarships. The committee will select candidates from applications received. The committee will present those applications meeting the criteria for receiving Alumni Association scholarship grants to the Board of Directors for the final decision.
- Nominating Committee - Each year the Board of Directors will appoint a Nominating Committee from the Active Membership to select candidates for the Board of Directors. The Nominating Committee will consist of a current member of the Board of Directors who is not up for reelection and a second member who is an Active Member but not a member of the Board of Directors.
- Historic Preservation Committee – to assume responsibility for locating, securing, and preserving artifacts of Columbus South High School.
- Membership Committee – to increase SHSAA membership, to promote membership renewals, to maintain an up-to-date mailing list and email address list of all members, and to facilitate communications with Association members. The Membership Committee will verify that each Class Representative is an Active Member.
- Communication Committee – to promote the Alumni Association and its work. The committee will publish SHSAA newsletter. The primary instruments for communicating are: 1) SHSAA's quarterly newsletter, 2) the SHSAA web site, and 3) the SHSAA Face Book page.
- Donors/Sponsors Committee – Solicit financial support for all advertising, sponsorships, scholarships, and special events goals established by the Board of Directors.

- Class Representatives – SHSAA will seek at least one but, not more than two representatives who is/are Active Member/s from each graduating class. The duties of Class Representatives are to maintain an up-to-date records of their class members, to attend the Annual Meeting of SHSAA, and to promote membership in SHSAA.

Article IX: Amendments to Bylaws

Section 1 The SHSAA Board of Directors will propose necessary changes to the bylaws in order that the bylaws comply with the intent of the SHSAA Mission Statement.

Section 2 Changes in the bylaws will require the approval of a majority of the Active Members of SHSAA attending the Annual Meeting or an association meeting called for the purpose of approval of revisions to the bylaws.

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- In all cases where reference is made to “the Board” it refers to the Board of Directors of the SHSAA.
 - In all cases where reference is made to “SHSAA” it refers to the SHSAA, Inc.
 - In all cases where reference is made to “members” it refers to Active Members of SHSAA.
 - Majority is defined as one more than half of those voting on an issue.
 - Committee may refer to one or multiple person(s).
 - Official Ballot refers to the ballot for election of the Board of Directors that will be sent to all Active Members not fewer than thirty days (30) before the Annual Meeting.