THE HOPKINS ALUMNI/AE ASSOCIATION BY-LAWS

Adopted May 2, 2012

(Amended 5/11/16)

Article I- NAME
This organization shall be known as The Hopkins Alumni/ae Association (hereafter the “Association”).

Article II- PURPOSE
1. The purpose of the Association shall be to:
   a. Promote alumni/ae interest in and financial support of Hopkins School (the “School”);
   b. Attend and support reunions, fundraising events, and other activities designed to foster a close relationship and understanding between the School and its alumni/ae;
   c. Encourage and promote alumni/ae involvement in all relevant and appropriate aspects of the School; and
   d. Provide outreach to prospective students and parents.

2. All decisions and activities of the Association shall be in accordance with policies set by the School’s Administration.

Article III- MEMBERSHIP
All those who attended Hopkins School and its precursor schools (Hopkins Grammar, Miss Kate’s, Mrs. Day’s, Day, Prospect Hill, and Day Prospect Hill) shall be voting members. Any other individuals to whom the Association wishes to extend membership shall be non-voting members. Voting and non-voting members are hereinafter the “Members”.

Article IV- MEETINGS
Association meetings may be held at a time and place to be established by the officers as defined hereinafter in Article VI.
Article V - QUORUM

1. Ten voting Members, at least seven of whom are Directors, as defined hereinafter in Article VIII, shall constitute a quorum at any Association or Board of Directors meeting.
2. Each voting Member present will be entitled to one vote.
3. All decisions will be determined by a majority of votes cast unless otherwise stipulated by these By-laws.

Article VI – OFFICERS; REPRESENTATIVE TO COMMITTEE OF TRUSTEES; REPRESENTATIVE TO PARENT COUNCIL, ALUMNI/AE FUND CHAIR

1. The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer, elected by the Directors from among their number.

2. Except as otherwise set forth herein, the terms of the officers shall commence on the first day of July following the officers’ election and shall continue for two years.

3. The President shall preside at all Association meetings, Directors’ meetings and Executive Committee meetings. The President shall be an ex-officio member of all committees and shall perform all other duties usually pertaining to the office.

4. In the absence of the President, the Vice President shall assume the duties of the President. Under such circumstances, the Vice President shall serve a term of one year, or until a successor is elected. In case of a vacancy in the office of President, the Vice President shall act as President until the office is filled in accordance with these By-laws.

5. The Secretary, directly or in coordination with the Hopkins Alumni/ae Office, shall keep the minutes of all meetings of the Association, Directors’ meetings and Executive Committee meetings; shall send notice of meetings to the board members; and shall perform other responsibilities as delegated by the President and/or the Executive Committee.

6. The Treasurer shall maintain the financial records of the Association and submit a report of the financial affairs of the Association to the officers and Directors as requested. The Treasurer shall perform such other duties as may be delegated to that office by the President and/or the Executive Committee.

7. The Alumni/ae Fund Chair shall be responsible for organizing and implementing programs for the Association that support annual fundraising for the School, and shall perform such other duties as may be delegated to that position by the President and/or the Executive Committee.

8. An alumnus/a recommended by the School’s Administration and elected by the Hopkins Committee of Trustees to serve on the Hopkins Committee of Trustees shall serve as the Representative from the Alumni/ae Association to the Committee of Trustees (hereinafter “the Representative to the Committee of Trustees”). The Representative to the Committee of Trustees shall serve a term, the length of which shall be consistent with the length of the term for members of the Committee of Trustees, in accordance with the by-laws of the Hopkins Committee of Trustees.
9. A current parent recommended by the School’s Administration and nominated by the Hopkins Alumni/ae Association Board of Directors from among its Directors shall serve as the Representative from the Alumni/ae Association to the Parent Council (hereinafter “the Representative to the Parent Council”). This representative shall be replaced if his/her status as a current parent ends during his/her term.

10. Vacancies in any Office shall be filled by a vote of a majority of Directors at a Directors’ Meeting.

Article VII – EXECUTIVE COMMITTEE

1. Executive Committee – The Executive Committee shall consist of the Officers of the Alumni/ae Association, the Representative to the Committee of Trustees, the Representative to the Parent Council, the Alumni/ae Fund Chair, and an individual member of the faculty/staff appointed by the Head of School. When more than one individual is elected to fill a position, each such individual shall have one vote.

2. The Executive Committee shall transact business between meetings of the Alumni/ae Association Board of Directors and shall perform such other duties as may be delegated by the President.

3. The members of the Executive Committee shall not be liable for the debts, liabilities, and/or other obligations of the Alumni/ae Association.

ARTICLE VIII – BOARD OF DIRECTORS

1. The administration of the Association shall be vested in a Board of Directors, the members of which are the “Directors.” The Board shall be composed of no fewer than twelve and no more than forty voting members. Past Presidents and Past Trustee Representatives will be considered members emeriti/ae and will not be counted toward this number.

2. Election to the Board of Directors is for a period of three years. No Director shall serve more than three consecutive terms unless he/she has been elected to serve as a member of the Executive Committee. In that case, the individual may serve for an additional two years. Past Directors may be nominated to re-join the board after one year.

3. An unexpired term of a Director may be filled at the discretion and by vote of the Board of Directors.

4. Meetings of the Board of Directors (“Directors’ Meetings”) shall be held not less than annually, on dates determined by the President, or any two other Officers.

5. Seven Directors shall constitute a quorum for the transaction of business at Directors’ Meetings. A vote of a majority of Directors present at Directors’ Meetings shall constitute a decision of the Board of Directors.

6. All Directors shall be notified of Directors’ Meetings with reasonable advance notice prior to the date fixed for such meeting.

7. Directors shall not be liable for the debts, liabilities and/or other obligations of the Association.
Article IX – COMMITTEES

1. Nominating Committee – The Nominating Committee shall be chaired by the Representative to the Committee of Trustees and comprised of past Presidents and Past Representatives to the Committee of Trustees. In order to maintain one’s status as a Board member emeritus/a, a past President or past Representative to the Committee of Trustees must serve on the Nominating Committee. There shall be at least three members.

2. The Nominating Committee shall propose slates of nominees for both the Directors and for the Officers of the Association. The existing Directors shall consider and vote upon said slate. The Nominating Committee Chair or his/her representative shall notify the new Officers and Directors of their election.

3. There shall be such other committees as are designated by the President and/or Executive Committee. The President, with the approval of the Executive Committee, shall appoint the chairs of all such committees.

Article X-AMENDMENTS

These By-laws may be amended at any meeting of the Directors by a two-thirds majority of the Directors present, provided written notice of the proposed amendment has been sent to all Directors at least two weeks prior to that meeting.

Article XI- PARLIAMENTARY AUTHORITY

“Robert’s Rules of Order Revised” shall govern the Association in all cases in which they are applicable and in which they are not in conflict with these By-laws.