



MONTCLAIR KIMBERLEY ACADEMY
MKA Alumni Association



MONTCLAIR KIMBERLEY ACADEMY Alumni Association By-Laws

ASSOCIATION ARTICLE I

ASSOCIATION NAME

The name of the organization shall be called the Montclair Kimberley Academy Alumni Association, herein sometimes called the Association.

ASSOCIATION ARTICLE II

ASSOCIATION PURPOSE

The Montclair Kimberley Academy Alumni Association is an organization which 1) advances the interests and influence of MKA 2) strengthens relations between Alumni and MKA; and cooperates with the Board of Trustees and with MKA's other associations 3) supports and participates in the school's fundraising activities. The Association is not organized for pecuniary profit and no part of net earnings of the Association shall inure to the benefit of any private member or organization except the MKA Foundation. Further, no part of the activities of the Alumni Association shall be the conduct of propaganda efforts or any attempt to influence local, county, State or Federal legislation unless such efforts impact MKA.

ASSOCIATION ARTICLE III

ASSOCIATION MEMBERSHIP

The Association shall have as its members all men and women who have attended The Montclair Kimberley Academy, Montclair Academy, The Kimberley School or Brookside. Honorary members may be chosen from time to time by vote of the Council because of their distinctive service to the school.

ASSOCIATION ARTICLE IV

ASSOCIATION MEETINGS

Section 1. Annual Meeting

The Annual Meeting of the Association shall be held for the purpose of electing the Alumni Council and Officers; to receive the Annual Report of the President; and for the transaction of other Association business for that year. It shall be held at the school in the month of May or at such other time as the Alumni Council may determine. Written notice of the time, place and purpose thereof shall be made known to members via appropriate vehicles, i.e. email, social media and the *Montclair Kimberley Academy Review*, not less than (10) days prior to the date of the meeting.

Section 2. Parliamentary

Robert's Rules of Order-Revised shall govern the proceedings of the Alumni Association.

Section 3. Special Meetings

Special meetings of the Association may be held at the discretion of the Alumni Council at any time and shall be called by the President or upon written request of ten (10) members of the Association. Notice of Special Meetings shall be communicated via appropriate methods, i.e. email, and/or social media mailing, to all members of the Association not less than ten (10) days prior to the date of the meeting.

ASSOCIATION ARTICLE V

ASSOCIATION DISSOLUTION

The Association may be dissolved by the Board of Trustees of the MKA Foundation upon recommendation of a majority vote of the Alumni Council. In the event of dissolution of the Association, its assets will be distributed to the Foundation exempt for taxation under section 501 (c) (3) of the Internal Revenue Code.



MONTCLAIR KIMBERLEY ACADEMY

Alumni Council By-Laws

COUNCIL ARTICLE I

COUNCIL NAME

The name of the organization shall be called the Montclair Kimberley Academy Alumni Council, herein sometimes called the Council.

COUNCIL ARTICLE II

COUNCIL PURPOSE

The Montclair Kimberley Academy Alumni Council is an organization which 1) advances the interests and influence of MKA 2) strengthens relations between Alumni and MKA; and cooperates with the Board of Trustees and with MKA's other associations 3) participates in MKA's fundraising activities 4) makes known to the Trustees, the administration, the faculty and students the ideas, interests and concerns of the Alumni; and to the Alumni, the desires, purpose and objectives of the school 5) engages current students and alumni through meaningful connections, activities and services in order to build a loyalty bond that encourages philanthropic and volunteer support of Montclair Kimberley Academy. The Association is not organized for pecuniary profit and no part of net earnings of the Association shall inure to the benefit of any private member or organization except the MKA Foundation. Further, no part of the activities of the Alumni Association shall be the conduct of propaganda efforts or any attempt to influence local, county, State or Federal legislation unless such efforts impact MKA.

COUNCIL ARTICLE III

ALUMNI COUNCIL

Section 1. Membership

Members of the Alumni Council shall be elected by a two-thirds vote of members either present or by proxy. The election shall be held at the Annual Meeting in May. The Alumni Council shall consist of not more than twenty-four (24) voting members. The Alumni Council shall have the right to elect officers of the Association. Council Members shall serve a three (3) year term. No Council Member, whose first term commences on or after July 1, 2013, shall serve more than two (2) consecutive three (3) year terms. All Council Members whose first term commenced prior to July 1, 2013 shall not serve more than three (3) consecutive three (3) year terms. This term limitation may be extended in special circumstances by a two-thirds vote of the Alumni Council. Each term will commence on July 1st.

The Headmaster, Director of Development & External Affairs, Director of Alumni Relations, Associate Director of Development, Associate Director of Alumni Relations, and the previous three Alumni Council Presidents shall be non-voting members of the Alumni Council.

Membership on the Alumni Council will reflect the diversity of the membership of the Association with respect to age, race, ethnicity and gender.

Section 2. Duties

The Alumni Council shall manage and control the business affairs of the Association. Council members are required to actively participate in 75% of Council meetings, committee meetings and activities. Failure to meet this requirement may result in removal from the Council. Participation will be tracked by the Secretary and reported to the President for action as required. Committee Chairs shall report committee member participation to the Secretary.

Section 3. Meetings

- a. The Annual Meeting of the Alumni Council shall be held within ten (10) days after the Annual Meeting of the Association in the month of May or such other time as the Alumni Council may determine.
- b. Regular Meetings of the Alumni Council shall be held at least four (4) times per year and at such time and place as the Council shall determine. The meetings shall be called by the Secretary.
- c. Special Meetings of the Alumni Council shall be called by the Secretary or any other officer upon the request of the President or any three (3) Alumni Council members and shall be communicated to the entire Alumni Council via appropriate communication channels with at least ten (10) day notice.
- d. Notice of all Regular and Special Meetings of the Alumni Council shall be given to each Council member at least ten (10) days prior to the meeting. Each member must confirm attendance at such meeting with the Secretary or the Director of Alumni Relations at least five days before the scheduled meeting.



MONTCLAIR KIMBERLEY ACADEMY **Alumni Council By-Laws**

Section 4. Vacancies

Vacancies among the Alumni Council, resulting from unfilled positions or resignations, may be filled by the Nominating Committee at any time during the year. Persons fulfilling an unexpired term shall serve until the expiration of the original term or office. Time fulfilling an unexpired term shall not be counted in the term limitation (Article V. Sec.1). The Nominating Committee shall seek confirmation of such person(s) at the Alumni Association Annual Meeting.

Section 5. Resignation

Resignation shall be made in writing to the President or Secretary. The resignation shall be effective on the date of notification. If there is no date, then the date the resignation is received shall be the effective date of resignation.

Section 6. Removal

Members may be removed from the Council in extenuating circumstances by a two-thirds vote of the Alumni Council.

Section 7. Quorum

Ten (10) voting members of the Alumni Council shall constitute a quorum at any meeting of the Alumni Council.

Section 8. Voting

An act of the Alumni Council shall require a two-thirds majority of the members either present or by proxy.

COUNCIL ARTICLE IV NEW MEMBER ORIENTATION

New members will be required to participate in a new member orientation. Refer to the Alumni Council Operational Guidelines for details.

COUNCIL ARTICLE V OFFICERS

Section 1. Officers

The officers shall consist of a President, Executive Vice President, Network Vice President, Treasurer and Secretary.

Section 2. Nominations

The Nominating Committee shall present a single slate of candidates for each office to be filled. The slate shall be published in the April issue of Cougar Chronicles and other Social Media channels and other methods and channels as may be developed and in use in the future not less than ten (10) days prior to the annual or voting meeting.

Section 3. Election of Officers

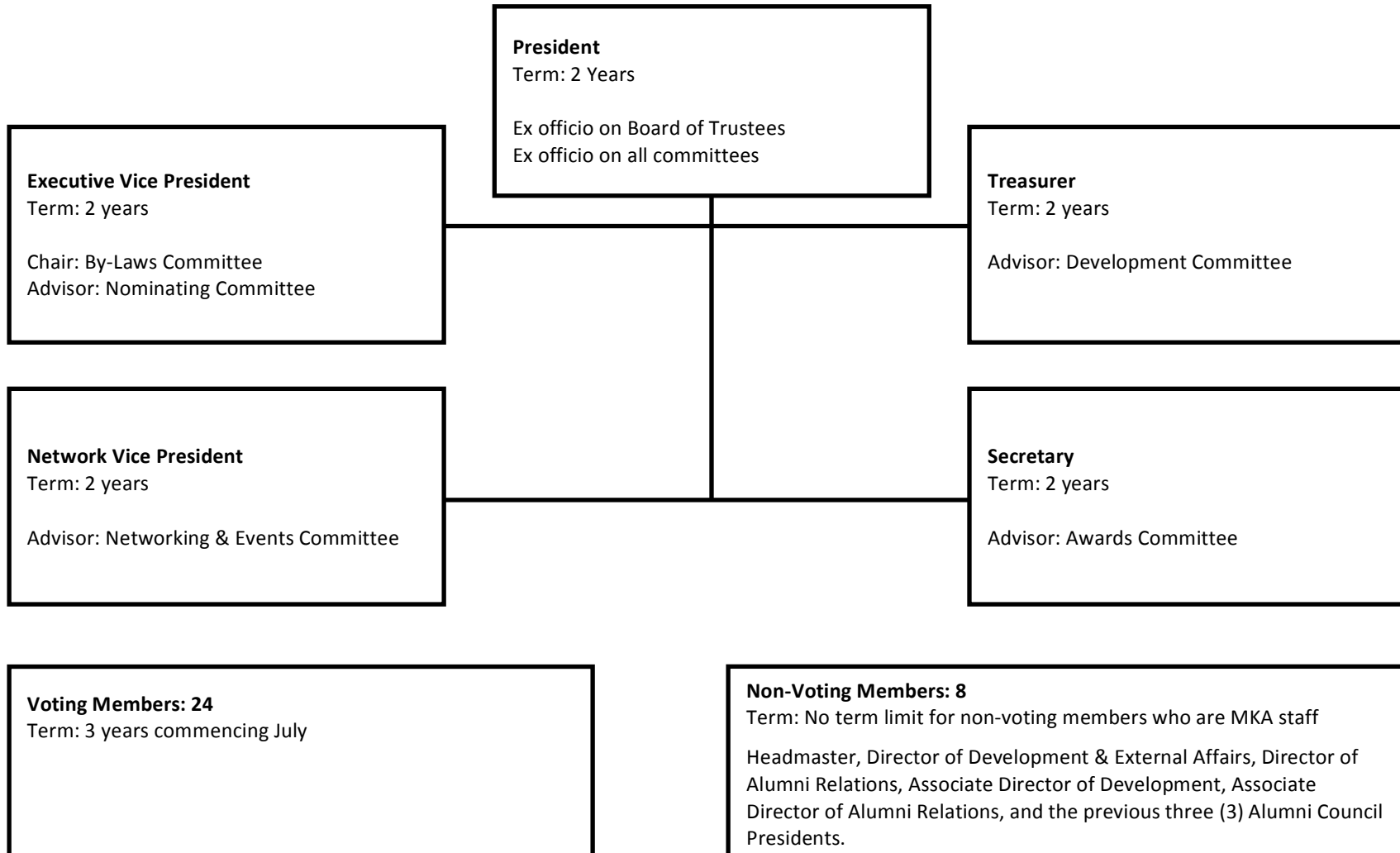
Officers shall be elected at the Annual Meeting of the Association based on a slate proposed by the Nominating Committee. All officers shall be elected for one two-year term. The offices will be filled on a staggered basis. Offices of President and Treasurer elected on even numbered-years and offices of Executive Vice-President, Network Vice-President and Secretary shall be elected on odd numbered-years. A two-thirds vote is required to pass the slate.

Section 4. Special Appointments

The Alumni Council may appoint non-voting honorary officers or committee members as it may determine from time to time.



MONTCLAIR KIMBERLEY ACADEMY
Alumni Council By-Laws





MONTCLAIR KIMBERLEY ACADEMY **Alumni Council By-Laws**

COUNCIL ARTICLE VI POWERS AND DUTIES OF OFFICERS

Section 1. President

The President shall be the Chief Executive Officer of the Association, shall preside at meetings of the Association, Alumni Council, and Executive Committee; shall appoint committee chairpersons with consultation of outgoing committee chairperson and committee advisors not otherwise provided for; and shall be an ex-officio member of all committees except the Nominating Committee. The President shall, with the approval of the Alumni Council, create other committees not otherwise provided for and shall assign their duties. The President shall serve ex-officio on the Board of Trustees of the Montclair Kimberley Academy Foundation and shall report annually on the activities of the Alumni Council and shall perform other duties as the Alumni Council may direct from time to time.

Section 2. Executive Vice President

The Executive Vice President (“EVP”) shall perform such duties as are assigned to this Office by the President, and shall act in all matters in the absence of the President. The EVP shall perform such other duties as set forth herein or as the Alumni Council shall assign from time to time. In addition, the EVP shall serve as the Association’s Bylaws Chairperson and shall be the Advisor to the Nominating Committee.

Section 3. Network Vice President

The Network Vice President shall serve as the Advisor of the Networking and Events Committee. This officer is the liaison between the Council, the Alumni Office and alumni in general with regard to networking and social events. This Officer works with the Alumni Office to coordinate Career Day, Homecoming, and other school and alumni events such as the Senior Breakfast, regional alumni gatherings, Young Alumni Happy Hour, Networking Series, etc. and to increase alumni participation in Alumni Council events.

Section 4. Secretary

The Secretary shall maintain the minutes of all meetings of the Association, Alumni Council, and Executive Committee. This Officer shall keep a correct list of names and addresses of all members and shall maintain a file of essential records. The Secretary shall send notices of meetings of the Association and Alumni Council; and shall conduct general correspondence of the Association. The Secretary may delegate the duties of this office to such other Alumni Council member(s) as may be necessary. The Secretary will distribute meeting minutes and the agenda to the Council for approval ten (10) days prior to the next meeting. The Secretary will also track participation and attendance to ensure that Council members actively participate in at least 75% of Council meetings, committee meetings and activities. The Secretary shall serve as the Advisor to the Awards Committee.

Section 5. Treasurer

The Treasurer shall serve as the liaison between the Council and the Development Office on matters related to the fund raising goals, objectives, programs and initiatives of MKA. The Treasurer shall serve as the Advisor of the Development Committee.

Section 6. Vacancies

Vacancies among officers shall be filled by a majority vote of the Alumni Council from a single slate submitted by the Nominating Committee. Persons so elected shall serve until the expiration of the original term of office.

Section 7. Removal

Any officer may be removed from office by a two-thirds vote of the Alumni Council.



MONTCLAIR KIMBERLEY ACADEMY **Alumni Council By-Laws**

COUNCIL ARTICLE VII COMMITTEES

Section 1. Standing Committees

Standing Committees are those representing activities that continue the Purpose of the Association. Standing Committees and/or their subcommittees may be created or dissolved as the need indicates by the President, with the approval of the Alumni Council. Membership on each Committee shall be for one year. Each Council member will rank their top three committee choices annually and will be notified of which committee they will serve. The President, Chairperson and Advisor will ensure that each standing committee has an appropriate compliment of Council Members to fulfill the committee's goals. All efforts will be made to place Council Members in their first choice but this cannot be guaranteed. Chairpersons shall serve a term of one (1) year commencing on July 1 and shall not serve more than three (3) consecutive terms. Failure by a committee to perform the committee's duties shall result in the President and Director of Alumni Relations creating a solution in keeping with the spirit of the committee's obligations to be presented to the full Council in a manner which allows goals and objectives of the Alumni Council to be maintained.

a. Awards Committee

The function of this committee shall be to solicit nominations, review and recommend candidates to the Alumni Council as potential recipients of the Distinguished Alumni Award, the Honorary Alumni Distinction and the Founders' Cup Award. The committee shall include a Chairperson, additional resource persons as needed and one member appointed by the President who has served on the Alumni Council for at least two years. The Chairperson shall convene the committee at least twice annually. The Director of Alumni Relations shall be a non-voting member of this committee.

b. Nominating Committee

One of the principal functions of this committee shall be to solicit potential candidates and nominations throughout the year, and to prepare slates of candidates for election to various offices of the Council. The nominations of new members and the slate of officers shall be completed in time to satisfy Council Article V, Section 2. The committee shall also appoint the Chairpersons of committees where necessary. There shall be one Chairperson appointed by the Executive Committee. The Chairperson, in consultation with the President of the Alumni Council, shall appoint a minimum of two additional non-officer members to the committee. Also serving on the Committee shall be the EVP who shall serve as advisor and the immediate past President of the Association. The Chairperson shall convene the committee at least twice annually.

c. Networking and Events Committee

The function of this committee shall be to liaise with the Alumni Director and other staff in the Alumni Office to coordinate networking activities of the Council and Association. This committee shall also assist the Alumni Office with the promotion of alumni sporting events. The committee shall include a Chairperson and additional resource persons as needed. The Network Vice President shall serve as Advisor of the Networking and Events Committee. The Chairperson shall convene the committee at least twice annually.

d. Development Committee

The function of this committee shall be to coordinate alumni volunteer participation in MKA Annual Fund appeals to alumni and to report to the Alumni Council on school fundraising activities. The committee shall also enlist Association members to support MKA and the Alumni Council fundraising activities. The Committee shall include a Chairperson, the Treasurer who shall serve as Advisor and other members as needed, and shall convene at least twice annually.

e. Executive Committee

There shall be an Executive Committee, composed of the Council officers and the Director of Alumni Relations, which shall have all of the powers of the Alumni Council between meetings. When acting in place of the Alumni Council, any vote must be unanimous vote of the entire committee. The actions of the Executive Committee shall be reported to the Alumni Council immediately after any meeting. At the start of each year, this committee shall prepare and present an annual state of the Council detailing strategic objectives both long and short term, as well as specific recommendations on initiatives and expectations. The goals and objectives will be agreed upon by a majority vote of the Council membership and will guide the Council's actions throughout the year. The school's alumni and alumni related annual plans will be provided to the committee to aid in council annual planning.

COUNCIL ARTICLE VIII



MONTCLAIR KIMBERLEY ACADEMY
Alumni Council By-Laws

DUES

Dues may be assessed to the members of the Association at such time and in such amount as may be determined by the Alumni Council.

COUNCIL ARTICLE IX
AMENDMENTS/PARLIAMENTARY AUTHORITY

Section 1. Amendments

The bylaws may be amended by two-thirds vote of the Alumni Council, provided the proposed amendment has (1) been referred to the Bylaws Chairman prior to the Alumni Council meeting and (2) has been communicated via appropriate means, i.e. email, social media, postal mailing, to each voting member at least one week prior to the date of the Alumni Council meeting.

Section 2. Parliamentarian

Robert’s Rules of Order-Revised shall govern the proceedings of the Alumni Council and the Association.

COUNCIL ARTICLE X
DISSOLUTION

The Council may be dissolved by the Board of Trustees of the MKA Foundation upon recommendation of a majority vote of the Alumni Council. In the event of dissolution of the Council, its assets will be distributed to the Foundation exempt for taxation under section 501 (c) (3) of the Internal Revenue Code.

- Adopted
- February 15, 1983
- Amended
- November 22, 1985
- February 3, 1988
- October 17, 1988
- May 10, 1993
- September 12, 1994
- February 15, 1995
- January 22, 2007: Established Network Vice President as Executive Advisor to E-News Committee under Article VII Section 3; and add E-News Committee to Article VII Section 1 d.
- September 11, 2013