



South Forsyth High School Alumni Association Bylaws

Updated 10/31/2019

ARTICLE I - GENERAL PROVISIONS

Section 1.1. Purpose of Bylaws. These bylaws constitute the code of rules for the regulation and management of the South Forsyth High School Alumni Association. As used in these bylaws, this organization is referred to as the "SFHSAA." These bylaws are adopted in order to fulfill the objectives of the SFHSAA.

Section 1.2. Name. The name of this organization is the South Forsyth High School Alumni Association.

Section 1.3. Assumed Name. For purposes of advertising and promotion, the South Forsyth High School Alumni Association may at times utilize the assumed name of "SFHSAA"; however, the official name shall remain the binding corporate name to transact business.

Section 1.4. Location. The principal location of the SFHSAA shall be located at 585 Peachtree Parkway, Cumming, GA, 30041 on the grounds of South Forsyth High School.

Section 1.5. Legal Status. The SFHSAA is and shall function as a committee established by South Forsyth High School for the purposes hereinafter set out. The South Forsyth High School Alumni Association is a non-profit entity and will maintain 501c3 status on a yearly basis. All funds raised by the SFHSAA shall be used to promote the students, staff, and alumni of South Forsyth High School. Funds may also be used to enhance the physical aesthetics of the school. Any and all tax filings, government reports, or similar matters shall be the responsibility of SFHSAA to the extent they exist.

ARTICLE II - PURPOSE

Section 2.1. Mission. The Mission of the SFHSAA is to honor the past, celebrate the present, & provide for the future at South Forsyth High School.

Section 2.2. Purposes. The SFHSAA is organized exclusively for the following purposes:

- a) Provide alumni scholarship(s) annually to a graduating senior;
- b) Support and be a resource for ongoing academic, extracurricular, and facilities needs at South Forsyth High School;

ARTICLE III – BOARD OF DIRECTORS

Section 3.1. Functions, Definitions, and Roles and Responsibilities. The affairs of the SFHSAA shall be managed by a governing Board, which is herein referred to as the “Board of Directors,” “Board” or “Directors.” The primary roles and responsibilities of the Board of Directors are governance, strategy, and resource development. The “governance” role requires that the Board appoint and hold the SFHSAA accountable and ensure the Board and the SFHSAA’s adherence to all ethical, legal, fiduciary and regulatory requirements. The “strategy” role requires that the Board advise, review and approve the strategic plan for the SFHSAA, agree upon goals and monitor achievement. The “resource development” role requires that the Board set a fundraising policy. In addition, the Board shall address additional responsibilities, as it deems necessary and appropriate for the SFHSAA.

Section 3.2. Number. The Board of Directors shall consist of not less than three (3) persons and not more than fifteen (15) persons. The Board shall include the following positions that will be filled by members of the Board:

- a) School Representative-to be appointed by the principal of South Forsyth High School. This person will lead the Board at the principal’s discretion.
- b) Board Secretary
- c) Board Treasurer
- d) Committee Chair: Hall of Fame Committee
- e) Committee Chair: Scholarship Committee
- f) Committee Chair: Alumni Relations Committee
- g) Committee Chair: Resource Development Committee

Section 3.3. Election and Term. Each Director, other than School Representative shall be appointed for a three (3) year term beginning with the start date of school as the date of the SFHSAA’s recognized annual start date. The initial Board will be randomly assigned to terms that expire in one (1), two (2), or a (3) three-year dates in an effort to prevent the entire Board from completing their terms at the same time. Any Board appointment beyond the initial Board will automatically serve the (3) year term.

All persons so nominated for positions as Directors shall indicate to the Board their ability and willingness to serve before presentation of their names for appointment.

Vacancies: Any vacancies in the Board, other than that of the School Representative, may be filled by another by appointment by a majority vote of the Board. The Board, in its discretion may choose to eliminate a Board position upon its vacancy so long as the total number of Board members is not less than three (3).

Section 3.4. Powers. The Board of Directors may exercise all powers granted to it as it determines to be expedient and necessary for the interests of the SFHSAA, subject to the by-laws of the SFHSAA. Each Director shall be entitled to one (1) vote.

Section 3.5. Approval of Directors. Decisions of the SFHSAA shall be made by majority vote. Majority vote means exceeding fifty percent (50%) of the total votes of the Board of

Directors who are present at any regularly scheduled meeting. A quorum must be present to hold any vote.

Section 3.6. Compensation. The Directors shall receive no compensation, salary, fees, commission or other payment for their Director roles or rendering specific services to the SFHSAA as a Director, including no reimbursement for incidental travel related expenses.

Section 3.7. Meetings of the Board.

- a) Time and Place. Meetings shall be held at such time as the Board of Directors shall fix. Meetings shall be held at South Forsyth High School, as shall be determined by the Board. There shall be a minimum of three (3) meetings per year. Meetings may also be held off campus if an alternative location is agreed upon by a majority of Board members. Board meetings may also be conducted via conference call if they are agreed upon in advance of the date and a quorum including the School Representative participates.
- b) Call. Special meetings may be called by the School Representative or by a majority of the Board.
- c) Quorum and Action. A majority of the Board shall constitute a quorum. The vote of a majority of the Board at the time of the vote, if a quorum is present at such time, shall constitute an act of the Board.
- d) Merger or Dissolution. A merger, dissolution or distribution of substantially all the assets other than in the usual course of activities of the SFHSAA shall be approved by a unanimous vote of the Board of Directors OR by the principal of South Forsyth High School
- e) Chair of the Meeting. The School Representative, if present and acting, shall preside at all meetings. Otherwise, any other Director chosen by the Board shall preside.
- f) Removal of Directors. Any Director, other than the School Representative, may be removed, with or without cause, by a majority vote of the Board.

ARTICLE IV – SFHSAA MEMBERSHIP

Section 4.1. Eligibility. Any person, business or entity expressing an interest in the preservation and promotion of South Forsyth High School shall be eligible for “SFHSAA Membership.”

Section 4.2. Membership Fees. SFHSAA Membership shall be for a period of one year, commencing with the start of school date for Forsyth County Schools annually. Categories of membership and their respective fees shall be established upon written resolution of the Board.

Section 4.3. Voting Privileges (Hall of Fame Nominations). Upon application, payment of fees and acceptance by the Board of Directors, each SFHSAA Member shall have authority to nominate anyone they may choose for consideration to the SFHS Hall of Fame.

Section 4.4. Records. SFHSAA Membership will be so recorded on the books of the SFHSAA maintained by the Board Secretary.

Section 4.5. Termination of Membership. Membership of all SFHSAA Members shall terminate yearly. SFHSAA Membership shall be reinstated upon receipt of the annual membership fee for the next year. SFHSAA Membership may also be terminated for cause by a vote of the Board.

ARTICLE V - COMMITTEES

The Board of Directors may designate from their number, one (1) or more Directors to constitute a committee. The committees shall be composed of Directors and shall be supported by staff and/or other volunteers. All Committee members and/or chairs shall be appointed by the School Representative.

ARTICLE VI – FINANCIAL REGULATIONS

Section 6.1. Banking.

- a) All funds of the SFHSAA are to be deposited in the South Forsyth High School Alumni Association bank account.
- b) All withdrawals of funds from these accounts are to be made upon checks or other instruments signed by the Treasurer of the Board of Directors, or the principal at South Forsyth High School.

Section 6.2. Expenditures. Any expenditure or withdrawal, may not be made unless specifically approved by the Board of Directors of the SFHSAA by specific motion or as part of a general budget. This approval can be conducted through an in person or electronic vote on any issue that is presented to them by the School Representative.

Section 6.3. Loans. No loan, mortgage or encumbrance of assets may be contracted on behalf of the SFHSAA and no evidence of indebtedness may be issued in its name unless authorized by the Board and documented by a Board resolution.

ARTICLE VII – REQUIRED RECORDS AND INSPECTION RIGHTS

Section 7.1. Permanent Records. The SFHSAA shall keep current and correct records of the following:

- a) through the Board Treasurer, all accounts, income and expenditures in accordance with Generally Accepted Accounting Principles (GAAP);
- b) minutes of the meetings of the proceedings of the Board of Directors and of any Committee;
- c) executed consents evidencing all actions taken by the Directors without a meeting;

- d) a record of all actions taken by a committee in place of the Board on behalf of the SFHSAA;
- e) a record of notice or waiver of notice of all meetings of the Board of Directors and committees; and
- f) a record of the names and addresses of all Directors.

Section 7.2. Form of Records. The SFHSAA shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

Section 7.3. Inspection of Corporate Records. All Directors shall have the right at any reasonable time, and on written demand stating the purpose thereof, to examine and make copies from the relevant books and records of accounts, minutes, and records of the SFHSAA.

ARTICLE VIII – CONFLICTS OF INTEREST

The Board shall develop and maintain a written policy with respect to conflict of interest of Directors, relating to rules governing the procedures to be applied where a Director has a conflicting interest in a transaction involving the SFHSAA. The policy shall prohibit Directors from maintaining substantial personal or business interests which conflict with those of the SFHSAA without disclosure, shall require Board members to execute a conflict of interest statement and shall include guidelines for the resolution of any existing or apparent conflict of interest.

ARTICLE IX – NON-DISCRIMINATION

It is the policy of the SFHSAA to comply with all appropriate State and Federal requirements pertaining to non-discrimination on the basis of race, color, religion, creed, national origin, age, sex, sexual orientation or physical handicap.

ARTICLE X – AMENDMENTS

The SFHSAA Bylaws may be altered, amended or repealed by the vote of a majority of the Board of Directors present at any regular or special meeting duly convened, provided that the notice of the meeting shall have stated the general nature of the amendment that is to be considered at the meeting.