

BYLAWS
BENSON POLYTECHNIC HIGH SCHOOL ALUMNI ASSOCIATION

PREAMBLE – NON-DISCRIMINATION STATEMENT

Consistent with the general values of Portland Public Schools and the historical and current diversity of Benson Polytechnic High School, the Benson Polytechnic High School Alumni Association is committed to the inclusion and worth of all individuals in their roles, membership, and participation in the Association's meetings, activities, and sponsored events.

The Association discourages speech, actions, and other forms of expression during Association engagements that discriminate or harass on the basis of perceived or actual race; national, cultural, and/or ethnic origin; physical appearance, sex, religion, age, sexual orientation, gender expression and/or identification, employment, economic status, military service, political identification; health, wellness, and/or disability; pregnancy, and parental, marital, and/or familial status.

ARTICLE I - NAME, PURPOSE

Section 1: The name of the organization shall be Benson Polytechnic High School Alumni Association (Alumni Association).

Section 2: The Alumni Association is organized exclusively for the purposes of promoting and supporting Benson High School and as a social organization for the friends, faculty and alumni of the school.

ARTICLE II – MEMBERSHIP, DUES

Section 1: All former students and alumni are eligible for regular, voting membership. A member is eligible for all membership privileges including voting if current year's dues have been paid.

Section 2: All current and former faculty and other friends of Benson are eligible for associate membership.

Section 3: Dues will be set by the Board of Directors.

ARTICLE III - MEETINGS

Section 1: Annual Meeting. The annual meeting of the Alumni Association shall be held during the fourth quarter of every calendar year. The date and place will be selected by the Board of Directors at least 30 days preceding the meeting. A quorum shall consist of the members in attendance provided that at least ten members are in attendance. Notice of the meeting will be given in accordance with Section 3 of this article.

Section 2: Special Meetings. Special meetings may be called by the Executive Committee or the Board of Directors.

Section 3: Notice. Notice of the annual meeting shall be given to each voting member (in accordance with ARTICLE II Section 1), by mail or by email or web posting not less than 30 days prior to the date of the meeting. Notice of special meeting requires at least 10 days advance notice.

ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size. The Board is responsible for overall policy and direction of the Association. The Board shall have a maximum of 15 members.

Section 2: Meetings. The Board shall meet at least quarterly at an agreed upon time and place.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the association. Directors will be elected by a majority vote of the regular members present at the annual meeting from a list of names nominated by the members in attendance at that meeting.

Section 4: Terms. Board members will be elected to 3 year terms. Board members are limited to two consecutive 3 year terms but there is no limit on nonconsecutive terms a member may serve.

Section 5: Quorum. A Board of Directors meeting must be attended by a majority of the currently filled Board positions before business can be transacted or motions made or passed.

Section 6: Notice. A schedule of official Board meetings will be established at the first Board meeting of the year.

Section 7: Officers and Duties. There shall be four officers of the Board consisting of a Chair, Vice Chair, Secretary and Treasurer. These four offices, when vacant, will be filled by election conducted by the newly elected Board at a meeting of the new Board to be held after the annual meeting and before January 1 of the following year. A quorum of 10 Board members will be required at this meeting. Officers will be elected to 2 year terms which will begin on January 1 following their election. Officers will be limited to 2 consecutive terms with no limit on non-consecutive terms. Their duties are as follows:

The Chair shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

The Vice-Chair will be responsible for general liaison between the Alumni Association and Class Officers and/or organizers of Class Reunions to facilitate class reunions and gatherings as well as for furthering the purposes of the Alumni Association including a database of their names and contact information.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public. The Treasurer will not have responsibility for scholarship funds. Any bank accounts established in the name of the Alumni Association will require the signature of the Treasurer and another member of the Executive Committee. All disbursements of funds will require two signatures.

Section 8: Vacancies. When an unscheduled vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 9: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. Notices of special meetings shall be in compliance with Section 3 of Article III of these Bylaws.

ARTICLE V - COMMITTEES

Section 1: There will be at least five standing committees: Executive Committee, Membership Committee, Communications Committee, Scholarship Committee and Finance Committee. The Board may create other committees as needed. The Board Chair appoints all committee chairs subject to approval of the Board. All Committee Chairs are welcome to attend all Board of Directors meetings.

Section 2: Executive Committee. The four officers along with a maximum of two Directors selected by the Board of Directors will serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Membership Committee. The Membership Committee will be responsible for continuing and special efforts to recruit members for the Alumni Association.

Section 4: Communications Committee. The Communications Committee will be responsible for communications with Alumni Association members including

establishing and maintaining an internet website that will be the primary device as well as printed newsletters, flyers, etc as needed for special purposes.

Section 5: Scholarship Committee. This committee has primary responsibility for the management of the Benson Polytechnic High School Reunion Scholarship Fund (a tax exempt fund) that was established in 1991. Their responsibilities, exercised under only broad direction from the Board, include raising and investing funds and overseeing the award of annual scholarships to graduating Benson seniors. Funds raised for the Scholarship Fund and any proceeds from their investment shall in no way be co-mingled with other association funds.

Section 6: Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

ARTICLE VI - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors or the majority of voting members present at an annual meeting. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

These Bylaws were adopted at a meeting of the Board of Directors August 12, 2008.

Amended December 9, 2009

Amended July 8, 2013

Amended November 13, 2017

Amended July 8, 2019