I. PREAMBLE
This document contains the rules of governance by which the Richmond High School alumni Association shall be administered through its Board of Directors.

II. NAME AND STATUS OF ORGANIZATION
The name of the organization hereby created is the RICHMOND HIGH SCHOOL ALUMNI ASSOCIATION (hereinafter the "Association"). It shall exist as an unincorporated association for the purposes and possessed of the powers hereinafter stated.

III. PRINCIPAL OFFICES
Principal Offices for the Association shall be located at Richmond High School, 380 Hub Etchison Parkway, Richmond, Wayne County, Indiana.

IV. PURPOSE
In recognition of the benefits accruing to a community from an educated citizenry and work force, the Association is formed to encourage and facility the acquisition of a post-secondary education by eligible graduates of Richmond High School. Its purpose shall include, but not be limited to, the following:

A. To establish an alumni development office and to provide funds for the employments of a Director for said office and ancillary staff in order to promote the concept of alumni giving by graduates of Richmond High School in the near and long term.

B. Development of an endowment fund to assist graduates of Richmond High School in pursuit of post-secondary education at any of the institutions of higher learning located in Richmond, Wayne County, Indiana. Those institutions include Indiana University East, Purdue (Richmond), Ivy Tech State College and Earlham College.

C. To develop criteria based upon eligibility standards and demonstrated financial need in order to administer the endowment fund to be created to wholly or partially assist in the financing of post secondary education costs for plan participants.

The above purposes shall be deemed demonstrative and shall not be interpreted as limiting or exclusive. They shall be considered powers as well as purposes.

V. POWERS
The Association, by its Board of Directors, shall be deemed a body politic organized under the provisions of Indiana Code 23-10-2, et seq. (as amended) for the educational and benevolent purposes hereinafter stated. Neither the Association nor its Directors may hold title to real estate in the name of the said association unless and until there shall have been appointed trustees for such purposes in accordance with the provisions of IC 23-10-3, et seq.

VI. BOARD OF DIRECTORS
The affairs of the Association shall be managed by its Board of Directors. The Board shall be constituted as follows:

A. Active Directors. The number of active Directors shall be no fewer than fifteen (15). The exact number of active directors shall be determined by the Board of Directors at the annual organizational meeting. It is mandatory that a member of the Board of Directors be a member in good standing of the Association. The active directors are the only voting members of the Board of Directors.
B. **Sustaining Members.** Sustaining members of the Board are responsible for the cultivation and perpetuations of the Association and its programs. There will be no limit to the number of sustaining directors.

C. **Ex-Officio Members.** The following positions shall be entitled to permanent membership on the Board of Directors:

1. The President of Earlham College or the President’s designee.
2. The Chancellor of Indiana University East or the President’s designee.
3. The Chancellor or Chief Executive Officer of Ivy Tech State College or that person’s designee.
4. The Superintendent of Richmond High Schools or the Superintendent’s designee.
5. Mayor of the City of Richmond, Indiana

D. **Charter Members.** The following people shall be permanent members of the Board of Directors;

Art Vivian  Ray Imperial  Ron Cross  Paul Lingle  Lamar Lundy
Dana Weigle  James Kinnett  Barry MacDowell  Marshall Moore
Eugene Spicer  Roger Cornett  Andrew Cecere

Charter members are responsible for the creation, nurturing and perpetuation of the Association and its programs.

E. **Rotating Directorship.** The active members of the Board of Directors shall serve alternate (3) year terms.

F. **Vacancies.** Vacancies occurring during the term of an Active Member shall be filled by a majority vote among the remaining Active Members of the Board of Directors. Each Director shall be deemed to continue in office until the election and qualification of his or her successor.

G. **Meetings.** Regular meetings of the Board of Directors shall be held in accordance with an annual schedule to be developed at the yearly organizational meeting of said Board conducted annually during the month of January. Meetings shall be scheduled every other month (six times annually), or more frequently as necessary to properly administer the affairs of the Association. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings without other notice than such resolution. Special meetings of the Board may be called by the Chairperson or at least the request of five (5) Directors. Notice of any special meeting shall be given at least five (5) days prior thereto by mailing a copy of the notice or personally delivering the same to each Director at the designated address on file with the Chairperson. Any Director may waive notice of any meeting. The attendance of any Director at a meeting shall constitute a waiver of the Notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the Director contends that such a meeting is improperly called or convened.

H. **Quorum.** Eight (8) Active Members of the Board of Directors shall constitute a quorum for the transaction of business. If less than a majority be present at such a meeting, a majority of the Directors then present may adjourn the meeting without further notice. The act of a majority of directors present at a properly convened meeting shall constitute the act of the Board of Directors.

I. **Compensation.** Members shall serve on the Board of Directors without compensation. The Board may, by resolution, authorize the reimbursement of directly incurred expenses to any Director upon submission of an itemized claim. Such reimbursement shall be made from unrestricted or otherwise lawfully available funds.
VII. OFFICERS
The officers of the Association shall consist of a chairperson, vice chairperson, secretary, treasurer, and such other officers as may, from time to time, be appointed by the Board of Directors. To be eligible for service as an officer, a person must be a member of the Board of Directors of the Association. Officers shall be elected for a one (1) year term at the organizational meeting of the Board of Directors. Officers may serve two or more successive terms of office in the same office during their tenure as Directors. Any officer may be removed by the Board of Directors whenever, in its judgment, the best interests of the Association will be served by such removal.

VIII. COMMITTEES
The Chairperson of the Board of Directors shall appoint such committees as from time to time, the Chairperson deems appropriate to further the governance of the Association and to achieve the purposes herein stated.

IX. FISCAL YEAR
The fiscal year of the Association shall be the twelve-month period ending December 31 each year.

X. AMENDMENTS
These Bylaws may be amended by vote of the Directors at any annual, scheduled or special meeting called for the purpose of acting upon a proposed amendment.

XI. NONDISCRIMINATORY POLICY
The Association admits members of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to members. The Association also does not discriminate on the basis of race, color, national and ethnic origin in its scholarship program.

Duly adopted this 9th day of July, 2007

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Sharon Sanders, Chairperson
Board of Directors
Richmond High School Alumni Association