

**CONSTITUTION AND BYLAWS OF THE NOTRE DAME COLLEGE
ASSOCIATION OF ALUMNI AND FRIENDS, INC.**

ARTICLE I. NAME

The name of the organization shall be the “Notre Dame College Association of Alumni and Friends, Inc.” hereinafter referred to as the Association.

ARTICLE II. MISSION AND PURPOSES

- a. The primary mission of the Association is to provide continuing communications and activities for its members and to promote opportunities for community service as nurtured at Notre Dame College.
- b. The Association shall maintain an affiliation with the Congregation of the Sisters of Holy Cross (U.S. Region), and shall perpetuate the values espoused by the Congregation by promoting a spirit of service among its members in keeping with the mission and philosophy of Holy Cross.
- c. The Association shall provide social interaction among its members and access to a professional network for its members.

ARTICLE III. MEMBERSHIP

1. Definition of Membership
 - a. Membership shall be defined as those eligible persons who have paid their annual dues to the Association as determined by the Board of Directors at their annual meeting.
 - b. The Sisters of Holy Cross, U. S. Region, are honorary members of the Association and are exempt from paying dues.
2. The following persons are eligible for membership in the Association:
 - a. The Sisters of Holy Cross, U.S. Region, who are honorary members as provided in 1.b. above.
 - b. All holders of Masters, Bachelors, and Associate Degrees conferred by Notre Dame College.
 - c. Former faculty, staff, and former members of the Notre Dame College Board of Trustees.
 - d. Friends of Notre Dame College including, but not limited to, former benefactors, parents and family members of alumni, and former non-degreed students.

ARTICLE IV. ASSOCIATION MEETINGS

- **Section 1.** Members of the Association shall meet at least once a year in the month of June following the annual meeting of the Board of Directors. Special meetings of the Association may be called by the Board at its discretion. At least twenty (20) days' notice shall be given to the general membership of such meetings.
- **Section 2.** Each Association member in good standing shall be entitled to one vote at meetings of the Association.
- **Section 3.** The required majority passing any motion apart from an amendment to the Constitution shall consist of the vote of the greater number of members present.

ARTICLE V. FINANCES

- a. The fiscal year of the Association shall begin on July 1 of each year.
- b. Only dues paying members shall have the privilege of voting and holding office. Membership dues shall be paid to the Treasurer on or before the date of the Annual Meeting. The Sisters of Holy Cross are exempt from this provision. They shall have all the rights and privileges of dues paying members.
- c. All dues and donations will be collected and maintained by the Treasurer of the Association.
- d. The Notre Dame College Association of Alumni and Friends, Inc. is a non-profit organization

ARTICLE VI. BOARD OF DIRECTORS

- **Section 1. ADMINISTRATION AND PURPOSES.**

The Board of Directors, hereinafter referred to as the Board, is the governing body of the Association. It shall be the responsibility of the Board to establish Association policy and to direct Association activities. The Board shall have general powers as to administration, expenses, meetings, and election of officers.

- **Section 2. MEMBERSHIP OF THE BOARD OF DIRECTORS**

- a. The Board is comprised of no more than twelve (12) members, including officers.
- b. At least one member of the Board shall be a Sister of Holy Cross, but this section does not limit additional Sisters to serve on the Board of Directors.
- c. Board members are elected by Association membership ballot.
- d. Board members shall serve a three-year (3) term, and may not serve more than two consecutive terms.

ARTICLE VII. MEETINGS OF THE BOARD

- a. The Board of Directors shall meet at least two (2) times a year with the annual meeting to be held in June prior to the general Association annual meeting.
- b. A majority of Board members present at any given meeting shall constitute a quorum for voting purposes.

ARTICLE VIII. OFFICERS OF THE BOARD

The officers of the Board shall be a President, a Vice President, a Secretary and a Treasurer. Officers are nominated by the Nominations and Awards Committee from among current members of the Board and are elected by Board members at its annual meeting in June.

ARTICLE IX. TERMS AND DUTIES OF OFFICERS

- **Section 1. TERMS OF OFFICERS**

The term of office for the President, Vice President, Secretary and Treasurer of the Board shall be two years. The Nominations and Awards Committee may recommend a second two-year term. Board members who serve as officers may remain on the Board beyond six years while they fulfill their term(s) as an officer.

- **Section 2. DUTIES OF OFFICERS.**

- a. **PRESIDENT.**

1. Supervise the affairs of the Association
2. Preside at meetings of the Board and the Association, and prepare the agenda thereof
3. Appoint all committee chairpersons and committee members as required
4. Act as ex-officio voting member of all committees

- b. **VICE PRESIDENT**

1. Perform the functions of the President in the absence or disability of the President.
2. Carry out any special work requested by the Board
3. Serve as chair of the Nominations and Awards Committee
4. Maintain an accurate record of all Board members, their terms, resignations, attendance at meetings and such other activities of Board members, as necessary

c. SECRETARY

1. Keep an accurate record of the proceedings of the Association and Board of Directors meetings
2. Be responsible for the maintenance of the Association database;
3. Be responsible for sending out minutes of Board of Directors meetings.
4. Report on the proceedings and business of the Association at the annual meeting of the Association

d. TREASURER

1. Account for all funds of the Association, accounts receivable and accounts payable
2. Keep an accurate record of all receipts and expenditures
3. Provide and make bank books available for each meeting of the Board of Directors and to provide for examination thereof
4. Obtain permission of the Board prior to making any withdrawals or transfers of funds
5. Present a detailed report at all meetings held during the fiscal year, and an annual report to the Association at its annual meeting
6. At the end of the fiscal year, deliver to the Board of Directors, all receipts, books and papers belonging to the Association together with a report covering the transactions of the current year.
7. Serve as chair of the Finance Committee

ARTICLE X STANDING COMMITTEES

• **Section 1. The standing committees shall be as follows:**

- a. Executive
- b. Nominations and Awards
- c. Finance
- d. Membership and Networking
- e. Service and Activities

EXECUTIVE COMMITTEE

The Executive Committee shall consist of the officers of the Association and committee chairs. This committee shall be the guiding committee of the Association and shall have all the powers of the Association at all times. The action of the Executive Committee shall be subject to review by the Board of Directors. Unless otherwise provided in these bylaws, the President of the Board shall appoint chairs of standing committees

NOMINATIONS AND AWARDS COMMITTEE

The Nominations and Awards Committee shall consist of at least three (3) members including the immediate past President if serving on the Board and the current Vice

President. This committee shall recommend to the Board candidates for various positions, and choose award recipients

FINANCE COMMITTEE

The Finance Committee shall consist of at least four (4) Board members including the Treasurer who shall serve as Chair. It shall be the duty of these members to guide the Association in the management of funds, and fundraising activities.

MEMBERSHIP AND NETWORKING COMMITTEE

The Membership and Networking Committee shall consist of at least three (3) members. It shall be the duty of this committee to maintain and grow a network that will serve the Alumni and Friends. This committee shall monitor various alumni relations programs and publish information about the Association and its activities. This committee shall publish two (2) newsletters annually and coordinate information to be shared on the Association web site.

SERVICE AND ACTIVITIES COMMITTEE

The Service and Activities Committee shall consist of at least three (3) members. It shall be the responsibility of this committee to organize the Association annual meeting. This committee shall recommend opportunities for Association members to partner with the Congregation of the Sisters of Holy Cross in community service activities in keeping with the mission of Holy Cross.

- **Section 2.** The President shall appoint the chair of each committee unless otherwise provided for in these bylaws. The chair of committees must be a member of the Board of Directors.
- **Section 3.** Committee members may consist of members of the Board of Directors or any member of the Association as approved by the Board of Directors, with the exception of the Executive Committee.
- **Section 4.** Each committee shall meet at least two (2) times a year, with one (1) meeting being the annual meeting of the Board of Directors.

ARTICLE XI. CONFLICT OF INTEREST POLICY

- **Section 1. Duty to be Informed.** Each member of the Board of Directors must familiarize him or herself with RSA 7:19-a, RSA 7:21 and RSA 7:28, which regulate, and in some cases prohibit, certain transactions between organizations such as the Notre Dame College Association of Alumni and Friends, Inc., and members of its Board of Directors. Copies of these statutes are attached to these Bylaws. Board members shall comply with the provisions of these statutes.
- **Section 2. Duty to Disclose.** Each Board member shall submit in writing to the Board's Finance Committee, an Annual Conflict of Interest Disclosure Survey form. A copy of the required Disclosure is attached to these Bylaws.

- **Section 3. Definition of Conflict of Interest.** A conflict of interest exists when there is a potential that an individual may obtain a direct or indirect pecuniary benefit, or any other improper gain or advantage, as a result of activities conducted on behalf of the Association, or when actions advance a person's interests or those of another rather than the interests of the Association or when actions are adverse to the interests of the Association

ARTICLE XII. AMENDMENTS

- **Section 1.** Any five (5) members of the Association may propose amendments to this Constitution and Bylaws by written petition to the Executive Committee, which in turn will make recommendations on such proposed amendment to the entire Board.
- **Section 2.** A Parliamentarian and an ad hoc committee appointed by the President of the Board shall review this Constitution and Bylaws every two years and may propose amendments and recommendations to the Executive Committee.
- **Section 3.** This Constitution may be amended at any Association meeting by a vote of two-thirds of the members voting, written notice of the proposed change and ballots having been mailed to the members no later than thirty days prior to the vote. Notice of the proposed change and ballots may be published in the Association newsletter and on the Association web site. The President of the Board shall appoint a member of the Board to report the results of the absentee ballots.

ARTICLE XIII. FORMER BYLAWS

All former bylaws are hereby repealed.

ARTICLE XIV. PARLIAMENTARIAN AUTHORITY

Robert's Rules of Order Newly Revised and any succeeding editions shall be the parliamentary authority of the Association, its Board of Directors and all committees.

Attachments:

Copy RSA 7:19-a

RSA 7:21

RSA 7:28

Annual Conflict of Interest Disclosure Survey

Above documents are located in the Association files