

BY-LAWS
OF
THE HIGH SCHOOL OF ART & DESIGN ALUMNI ASSOCIATION, INC.

ARTICLE I

NAME AND PURPOSES

SECTION 1: NAME

The name of the organization shall be the Art and Design Alumni Association, Inc.

SECTION 2: PURPOSE

This association, organized under the membership corporation laws of the State of New York, shall have for its purposes:

(a) to award to deserving, worthy, and needy students of the graduating classes of The High School of Art & Design in the City of New York scholarships or grants in aid to further their education and training at any accredited college or university awarding a degree in the United States in accordance with the terms of these by-laws and rules or regulations adopted thereunder;

(b) to maintain the relationship of alumni to the School and to each other through social, academic or other events;

(c) to offer, through its alumni, advice, counsel and information to the undergraduate body about matters of interest to such students in relation to their present studies or future careers;

(d) to generally render whatever aid and cooperation they may be able to give to their alma mater, The High School of Art & Design, and encourage excellence there; and

(e) to raise funds by subscription, dues, contributions and otherwise to provide funds to those activities which result in the furtherance of items a-d.

SECTION 3: GENERAL CLAUSE

The Association's principal office shall be at The High School of Art & Design, presently located at 1075 Second Avenue, New York, New York 10022. A separate mailing address may be designated from time to time. The Association shall have as its fiscal year the period from July 1 to June 30.

ARTICLE II

MEMBERSHIP

SECTION 1: ELIGIBILITY

Active membership shall be limited to those who have been graduated from The High School of Art & Design or attended the same, faculty members, retired faculty members and others that have been duly accepted by the Membership Committee.

SECTION 2: CLASSES OF MEMBERSHIPS

There shall be the following general classes of membership open to any otherwise qualified person contributing sums of money as are set forth in the by-laws as such may be amended from time to time:

<u>Membership Class:</u>		<u>Dues per year:</u>
(a) Recent Graduates	:	\$10.00
(b) Faculty	:	\$25.00
(c) Retired Faculty	:	\$15.00
(d) Contributors	:	\$50.00
(e) Donors	:	\$100.00
(f) Sponsors	:	\$250.00
(g) Patrons	:	\$500.00
(h) Benefactors	:	\$1,000.00

SECTION 3: PRIVILEGES

Only active members shall be eligible to vote or hold offices in the Association.

ARTICLE III

OFFICERS

SECTION 1: GENERAL

The officers of the Association shall be:

A President, First and Second Vice Presidents, a Secretary, a Treasurer, and a Faculty Representative

SECTION 2: DUTIES OF OFFICERS

The duties of the Officers shall be those usually incident to their office. All Officers are members of the Board of Directors.

(a) The President. The President shall preside at all meetings of the membership, appoint chairmen for all committees, and is a member ex-officio of all committees except the Nominating Committee. He/She countersigns all checks.

(b) Vice Presidents. The Vice Presidents shall act as assistants to the President, in their respective order, and shall perform the duties of the President in his or her absence, and shall chair one or more meetings of the Board. They shall be assigned specific duties by the President.

(c) Secretary. The Secretary shall keep an accurate record of all meetings of the Board. The Corresponding Secretary shall attend to all the correspondence and send notices as required.

(d) Treasurer. The Treasurer shall have custody of all monies of the Association; shall keep an accurate record of receipts and expenditures; shall, together with the President, sign all checks for the withdrawal of funds; and shall make provisions for an annual audit of the books of the Association. Funds of the Association shall be deposited at an accredited bank or banks in the City of New York and shall be withdrawn on signature of any two officers, one of which will be either the President or the Treasurer.

SECTION 3: TERM OF OFFICE

Officers shall be elected by the Board of Directors at their first meeting, in June, immediately after the election of new Board members has been announced. Candidates for officer positions shall be members of the Board of Directors. New officers will take office immediately and serve for a term of one year. In the event that a vacancy in any office shall exist as a result of retirement, resignation, death, or for any other reason, the President shall appoint a qualified member of the Association to fill such vacancy until the next election.

ARTICLE IV

DIRECTORS AND TRUSTEES

SECTION 1: GENERAL

There shall be a Board of Directors consisting of up to twenty Voting Members of the Association. The Board shall be responsible for the active conduct of the affairs of the Association. Committee chairpersons shall be chosen from Board members. The Board of Directors shall meet after due notice not less than once every three months, and not less than 20% of the Board members shall be required to be present for a quorum. Meetings shall be conducted according to Robert's Rules of Order.

SECTION 2: TERM OF OFFICE

Board members shall be elected in June by the voting membership of the Association for a term of one year, that term to begin at the meeting of the Board of Directors immediately following their election. Terms of directors shall be staggered in such a way that the terms of office of 1/3 of the directors shall expire each year. In the event that a vacancy in any office shall exist as a result of retirement, resignation, death, or for any other reason, the President shall appoint a qualified Voting Member of the Association to fill such vacancy until the next election, at which time a director will be elected to serve for the remainder of the term.

SECTION 3: DISTINGUISHED ALUMNI TRUSTEES

Twice each year, during the months of May and November, the directors and officers may, at a regularly scheduled meeting, elect to the Board of Distinguished Alumni Trustees those former students of The High School of Art & Design who have achieved distinction and recognition for their accomplishments in their chosen field. Nominations for this honor may be received by the Board of Directors at any time during the year from any director or officer. Distinguished Alumni Trustees are honorary members of the Association and shall have no duties, obligations or responsibilities as either officers or directors because of such election.

ARTICLE V

COMMITTEES

SECTION 1: MEMBERSHIP COMMITTEE

There shall be a membership committee whose function it shall be to enlist into active membership former students and graduates of The High School of Art & Design and which committee shall pass upon and recommend for membership those applicants who meet the qualifications. The Committee shall review such qualifications each year.

SECTION 2: PUBLIC AFFAIRS COMMITTEE

There shall be a Public Affairs Committee whose function it will be to arrange or plan for various activities and functions for the Association designed to implement and carry out its purposes other than the fund raising activities.

SECTION 3: NOMINATING COMMITTEE

There shall be a nominating committee of five active members appointed by the President with the approval of the Board whose function it will be to meet at least two months before the regular election of officers and directors to be elected at the ensuing election. Nominations other than those recommended by this Committee may be made from the floor provided twenty (20%) percent of those present join in said nomination. The Committee shall

prepare and conduct the elections. No member of the nominating committee may be eligible for the office of President.

SECTION 4: FUNDRAISING COMMITTEE

There shall be a fundraising committee of five active members (including the Treasurer ex-officio) whose function it will be to plan and organize events and appeals designed to encourage individual, corporate and public gifts for scholarships, grants in aid, prizes and awards to deserving members of the graduating class and to otherwise advance the purpose of this Association. Members shall serve for staggered two year terms and shall, subject to the advice of the Board of Directors, undertake a fund raising campaign annually.

SECTION 5: THE SCHOLARSHIP COMMITTEE

There shall be a scholarship committee whose function it will be to meet before each June graduation as often as necessary and to pass upon the applications for scholarships of financial aid from students in the graduating class and determine which applicants in its judgement are entitled to such assistance.

ARTICLE VI

GENERAL MEETING

SECTION 1: QUORUM

There shall be required a minimum of 15 members or 5% of the total active membership, whichever is less, to constitute a quorum at a general membership meeting, which shall be held at least annually.

SECTION 2: RULES OF ORDER

Meetings of the General Membership shall be conducted in accordance with Robert's Rules of Order.

ARTICLE VII
SCHOLARSHIP FUND

SECTION 1: GENERAL

The funds of the Association raised by gifts, contributions, legacies or in any other legal way shall be used, except for such operating and other expenses as shall be authorized by the Board and membership, to create a scholarship fund to aid needy and deserving students of The High School of Art & Design. Monies for this fund shall be deposited in savings banks or invested in securities approved under the laws of the State of New York as legal investments for fiduciaries or trustees. The interest therefrom or the principal if that is insufficient, shall be used to provide annual scholarships or grants in aid for students in the graduating class whose scholastic and extra-curricular activities and financial position entitle them, in the opinion of the Scholarship Committee or the trustees, to assistance in such form. Further excellence in a particular field or subject may be recognized by the granting of prizes and awards. All memorial grants or awards must be fully funded to be awarded on a continuing basis.

SECTION 2: QUALIFICATION FOR AWARD

Such scholarships or grants shall be granted only for matriculation in an accredited undergraduate university or college in the United States. The scholarships shall continue only as long as the recipients satisfactorily continue their studies in said institutions and furnish such proof of satisfactory continuance as may be requested by the trustees.

SECTION 3: OBLIGATIONS

No obligation to continue or award any scholarship shall be imposed or inferred upon the Association or its trustees and it or they may grant or deny the same in their honest judgement and no liability on them shall be imposed thereby. No obligation for repayment shall be imposed on the recipients.

ARTICLE VIII

AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the entire Board of Directors on two weeks written notice of the purpose of such amendment or by a majority vote of the active membership of the Association by way of a referendum.

ARTICLE IX

DISSOLUTION OF THE ASSOCIATION

In the event of the dissolution or liquidation of the Association, the Board of Directors shall designate an educational institution as described in Section 501 of the Internal Revenue Code as an exempt educational institution, as the donee of any assets owned by the Association at the time of liquidation or dissolution.

ARTICLE X

EFFECTIVE DATE

These By-Laws shall be effective as of the date of ratification.