

Coleman High School Alumni Association Bylaws

The Original Bylaws of the Association which were adopted on May 22, 2010, and which went into effect on Jan 1, 2011, and which were amended on June 18, 2011 are herewith replaced in their entirety in accordance with the procedures set forth in those Bylaws.

Adopted __10/17/2015 __.

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Article I: Name, Purpose, and Limitations

Section A. Name. This organization shall be known as the Coleman High School Alumni Association, hereinafter identified as the "Association."

Section B. Purpose. The purpose of the Association shall be to promote the spirit of unity and camaraderie of former attendees and staff of Coleman High School via the following defined activities, and other activities that may be undertaken by the Association.

1. Communicating to members and others about Association and Alumni activities.
2. Staging an annual Multi-Class Reunion.
3. Compiling and Maintaining a Membership Registry.
4. Providing Scholarships to select CHS graduates.

Section C. Limitations.

1. The Association has standing with the Texas Department of State as a Non-Profit Corporation and shall not carry on any activities deemed to be in violation of the rules governing entities that are so designated.
2. The Association has been granted Tax Exempt Status by the U.S. Internal Revenue Service under Section 501 (c) 3 of the Internal Revenue Code, and shall not carry on any activities deemed to be in violation of the rules governing entities that are so designated.
3. The Association has been granted the right to allow contributors to make tax-deductible contributions to the Association under Section 170(c) (2) of the Internal Revenue Code, and shall not carry on any activities deemed to be in violation of the rules governing entities that are so designated.
4. Reports and Documents as may be required by the above noted governmental entities are to be filed in a timely and proper manner.
5. Endorsements: The name of the Association, or names of any officer(s), or member(s) in their official capacities shall not be used to endorse or promote a commercial concern, a partisan interest, or for any endeavor not appropriately related to the purpose of the Association.
6. Participation: The Association shall not participate (directly or indirectly) nor intervene in any way, (including the publishing or distributing of statements) in any political campaign neither on behalf of, nor in opposition to, any candidate for public office.
7. Loyalty: The Association shall be noncommercial, nonsectarian and nonpartisan.
8. Memberships: The Association shall not enter into alliance with other organizations except as may be approved by these Bylaws or the Alumni Council.
9. Volunteering: There are no minimum requirements of volunteer service for Members or Officers of the Association.

10. Contributions: There shall be no minimum financial contribution requirements for Members or Officers of the Association, other than Dues as set forth in these Bylaws.

11. Privacy: Members personal information as may be collected during the course of conducting the Association's business, or as may be documented in the Membership Registry shall be diligently protected by the Association, and shall not be sold, released, or utilized in any manner except as may be permitted by these Bylaws and authorized by the Alumni Council.

Article II: Membership & Dues

Section A. Membership Eligibility.

1. Any former student who attended the High School (whether graduated or not) is eligible to become a member of the Association.
2. Any faculty member who served at the High School is eligible to become a member of the Association.

Section B. Membership. Eligible individuals may become a Member of the Association by submitting an application for membership along with payment for the current years dues, if applicable.

1. Applications for membership are to be processed by the Membership Committee. Any application not approved by the Membership Committee shall automatically be referred to the Alumni Council for further consideration. Action by the Alumni Council on any application referred to it shall be final.
2. The membership year shall be defined as beginning on August 1 and ending on July 31 of the following year.
3. Multi-Year and/or Lifetime Memberships may be offered when approved by the membership.
4. A Registry of Members will be maintained by the Membership Committee.

Section C. Dues. The dollar amount of membership dues shall be evaluated annually by the Alumni Council during their Planning and Budgeting Process and submitted to the membership for approval at the Annual Spring Meeting.

1. Dues for Former Faculty are waived.
2. Except for Multi-Year or Lifetime Membership dues, which are to be paid in advance. Dues will be applied to the membership year in which they are received, and will not be prorated.
3. Dues may be used to fund any part of the Association's operations.
4. The failure to pay annual dues by the date of the Annual Reunion shall result in the termination of membership in the Association and termination of all rights and privileges thereof.

Article III: Administrative Structure and Operations

Section A. General. All Activities and Operations of the Association undertaken by the Elected Officers, the designated Class Representatives, Committees, and the Members shall be in conformance with these Bylaws, Amendments, and all Policies and Procedures that may be duly adopted by the Association.

Section B. Elected Officers.

1. The Officers designated under this Section shall be elected in accordance with these Bylaws to individually conduct the defined operations of their respective office, and to perform such other duties as may be required to preserve, protect, and promote the Association.
2. The nine (9) elected officers as enumerated in this Section shall comprise the Alumni Council.
3. The President shall be the prior Vice-President, if still willing and able to serve following his/her term as Vice-President. If there is no Vice-President to be promoted, the election of a new president will proceed the same as for other elected officers.
 - a. Term of Office: Two (2) years.
 - b. May be elected to one (1) additional two (2) year term.
 - c. Duties and Responsibilities:
 - i) Serve as the Chief Executive Officer of the Association by making decisions concerning the Association's ongoing operations.
 - ii) Preside over all meetings of the Association and of the Alumni Council.
 - iii) Provide a Program and Budget Plan to the Alumni Council by December 1st of each year as detailed in Article V, Section D.
 - iv) Direct the activities of the other Elected Officers and Committee Chairs.
 - v) Cause to be prepared, performed, and filed those agendas, audits, reviews, reports, budgets, and other such documents as are set forth in these Bylaws.
 - vi) Represent the Association to the public-at-large as it's designated Spokesperson.
4. The Vice-President shall be elected and shall serve as set forth in these Bylaws.
 - a. Term of Office: Two (2) years
 - b. May be elected to one (1) additional two (2) year term
 - c. Duties and Responsibilities:

- i) Assist the President in the performance of his/her duties.
- ii) Perform the duties of the President in his/her absence.
- iii) Prepare to assume the Presidency upon completion of his/her term as Vice-President, or if the office of the President become vacant.
- iv) Chair the Bylaws Committee and the Planning Committee.

5. The Secretary shall be elected and shall serve as set forth in these Bylaws.

- a. Term of Office: Two (2) years.
- b. May be elected to one (1) additional two (2) year term
- c. Duties and Responsibilities:
 - i) Manage the administrative affairs of the Association.
 - ii) Record, maintain, and distribute the minutes of all Membership and Alumni Council meetings.
 - iii) Act as custodian of the Association's business minutes, records and reports produced by the Association Officers, the Alumni Council, and the Committees.
 - iv) Produce an Annual Report of the activities of the Association for presentation at the Spring Business Meeting.
 - v) Submit to the Trustees such minutes, records, and reports as may be necessary for the Trustees to perform their annual review.
 - vi) Administer the timely notification of all Members of meetings, elections, or other pertinent activities of the Association.
 - vii) Chair the Nominating and Elections Committee.

6. The Treasurer shall be elected and shall serve as set forth in these Bylaws

- a. Term of Office: Two (2) years.
- b. May be elected to one (1) additional two (2) year term
- c. Duties and Responsibilities:
 - i) Manage and maintain complete and accurate financial records and affairs of the Association in accordance with standard professional accounting procedures.
 - ii) Manage all banking transactions and receive all bank statements directly from the bank(s).

- iii) Be a signatory on all checks, drafts, loans, payments or other financial documents issued in the name of the Association.
 - iv) Produce an Annual Report of the financial activities and condition of the Association for presentation at the Spring Business Meeting.
 - v) Submit to the Trustees such Financial Statements and records as may be necessary for the Alumni Council and the Trustees to perform their annual reviews.
 - vi) Prepare and file with the appropriate governmental entities identified in Article I, Section C., any Tax Returns or other financial documents required to maintain favorable standing with those entities
7. The Trustees. Each of the three (3) Trustees shall be elected and shall serve as set forth in these Bylaws.
- a. Term of Office: Four (4) years. One term maximum.
 - b. Duties and Responsibilities:
 - i) Perform an annual review of the Treasurer's Financial Records.
 - ii) Perform an annual review of the Secretary's Records.
 - iii) Make an Annual Report to the Alumni Council and the Membership concerning the Financial and Business Records of the Association.
 - iv) Submit to the Alumni Council the recommendation for an outside financial audit when a majority of the Trustees determine there are sufficient discrepancies in the records to merit same.
 - v) Submit to the Alumni Council such recommendations as they may deem advisable in regard to maintaining the general operational integrity and health of the Association.
8. The Members-at-Large. Each of the two (2) Members-at-Large shall be elected and shall serve as set forth in these Bylaws.
- a. Term of Office: Two (2) years. Two terms maximum.
 - b. Duties and Responsibilities:
 - i) Attend meetings of the Association and the Alumni Council.
 - ii) Serve as counselors to the Alumni Council on any matter affecting the general operational integrity and health of the Association.

Section C. Term of Office.

- 1. The term of office for the regularly elected Officers (except as provided in this Section) shall commence on January 1st of the year following their election, and shall conclude on December 31st of their second year in office.
- 2. The term of office for the Trustees shall conclude on December 31st of their fourth year in office except when serving out the balance of an unexpired term.

3. Officers serving out an unexpired term, or having been voted into office in a Special Election shall begin their term upon confirmation of their election by the Alumni Council, and conclude it on the date that would have applied had the originally elected Officer served out their full term.

Section D. Resignations.

1. Any Officer may resign by tendering a letter of resignation to the Alumni Council.

Section E. Removal from Office.

1. Any Officer who fails to perform, or is unable to perform the duties of the office to which the individual has been elected may be removed from that office by a two-thirds (2/3) majority vote of the Alumni Council.

Section F. Vacancies.

1. If the office of the President should become vacant for any reason, the Vice-President will assume the Presidency for the balance of the President's term, if willing and able to serve. If unwilling or unable to serve out the President's term, the office shall be declared vacant, and a Special Election called to fill the vacancy.
2. If any Office of the Association should become vacant for any reason, the Nomination and Election Committee shall submit to the Alumni Council a nominee to fill the vacant office for the balance of the existing term. A Special Election shall be held to in accordance with Section III.H of these Bylaws to confirm the election of the nominee.

Section G. Meetings.

1. Membership Meetings. The Alumni Council shall schedule and the Association shall hold Business Meetings at least twice each calendar year. One meeting shall be held in conjunction with the Annual Reunion, presumed to be in the Fall. The other shall be in the Spring as soon after February 1st as deemed prudent by weather and travel conditions. Meeting Notices and Agenda shall be made available to the membership at least 15 days prior to the meeting date.
2. Special Meetings of the Membership. May be called by the Alumni Council if deemed to be prudent and necessary for the management of the Association, if there are vacant Offices to be filled, or if petitioned, in writing, by at least 12 members (including Officers) of the Association. Meeting Notices and Agenda for the Special Meeting shall be made available to the membership at least 15 days prior to the meeting date.
3. Meetings of the Alumni Council shall be held at such dates and times as are determined by the President.
4. A Quorum for Membership and Special Meetings shall be attained when a minimum of twelve (12) members (including Elected Officers) are present.
4. A Quorum for Alumni Council meetings shall be attained when a minimum of five (5) Elected Officers are present.

5. A Quorum for business conducted via email or other electronic means shall be attained when a minimum of twelve (12) responses (including those from Elected Officers) have been received.
6. Unless otherwise provided for in the adopted Bylaws, the conduct of all Meetings shall be in accordance with *Robert's Rules of Order*, current edition.

Section H. Nominations and Elections of Officers.

1. The Election of Officers as designated by these Bylaws shall be administered by the Nomination and Election Committee.
 - a. Regular Elections of Officers shall be held in odd-numbered years in conjunction with the Annual Reunion.
 - b. Special Elections for Officers may be held as deemed necessary by the Alumni Council to fill a vacant office. If the filling of that vacancy is not deferred until the next regular Business Meeting, an election may be conducted electronically or via mail at the discretion of the Alumni Council.
2. The Nomination and Election Committee shall provide the Alumni Council with a list of proposed nominees for all offices when there are vacancies to be filled. The Alumni Council will verify the nominee's interest and willingness to serve, the membership status, and other matters pertinent to the nominee's service. The vetted list of nominees shall become the basis for the Election Ballot presented to the membership for voting.
3. Nominations from the membership are encouraged, but must be submitted in writing, or by electronic means, to the Secretary within the time frame stipulated by the Nominations and Elections Committee for "floor nominations." Persons so nominated will be contacted regarding their membership status, interest, and willingness to serve. Upon a favorable review, that person's name will be listed on the ballot along with any other nominee(s) put forth by the Nomination and Election Committee.
4. Write-in Candidates are those persons whose name(s) have been submitted by a member during the balloting process, whose membership status, interest, and willingness to serve may not have been vetted by the Alumni Council.
 - a. Write-In Candidates may not be elected to any elective Office of the Association regardless of the number of votes tallied during the balloting.
 - b. Write-In Candidates will be contacted by the Nomination and Election Committee regarding their interest in standing for election at a future election.

Section I. Voting.

1. All Members in good standing shall be entitled to one (1) vote on each matter submitted to the membership for voting, and for each office for which an election is being held.
2. Except where otherwise required by these Bylaws, a "majority of the members voting" in the affirmative on the motion, shall be required for passage.

3. The determination of a ‘majority of the members voting’ shall be construed to mean a majority of those members actually present at the meeting and voting on the question being considered.
 - a. When the vote is by “voice vote” the presiding officer shall make the determination based on his/her hearing of the Yeas and Nays.
 - b. When a duly requested and approved “show of hands” or “polling” of the members in attendance is required, the Secretary shall record and tally the vote of each member present and voting. The tally shall then be presented to the presiding officer for announcement of the results.
 - c. When duly requested and approved “ballots” are required, the Secretary shall prepare and distribute a ballot stating the question under consideration and a place for the voter to indicate their voting preference. The ballots shall then be counted and the tally presented to the presiding officer for announcement of the results. Ballots may be retained or destroyed as directed by the presiding officer.
 - d. Voting by proxy or voting in absentia is not permitted.
4. The determination of a majority, for matters that have been submitted to the membership for voting electronically or via mail, shall be construed to mean a majority of those members who actually responded, not a majority of the entire membership, except in the case of voting on the question of Association Dissolution discussed in Article VII which requires a three-fourths (3/4) majority.
5. Modified procedures for voting in Special Elections may be employed by the Alumni Council when the need for timely results cannot wait for the regularly scheduled election or meeting dates.
6. Where the intention of the voter’s ballot is not readily discernible, that ballot shall be evaluated by the Secretary. The Secretary will then declare the ballot to be valid or invalid. Invalid ballots will not be counted on the matter in question, nor for the purposes of establishing the total number of votes cast which subsequently determines what constitutes a majority.
7. Where there are two (2) or more candidates standing for office in a contested election, the candidate receiving the most votes shall be declared the winner. Ties shall be broken by revoting until the tie has been broken.
8. Any Member may attend meetings of the Alumni Council, or any Committee, but shall not have any voting rights at such meetings.

Section J. The Alumni Council.

1. The Alumni Council shall be composed of the Elected Officers of the Association as defined in Section III.B.
2. The Alumni Council may meet as frequently as deemed necessary to conduct the affairs of the Association, but, as a minimum, shall meet at least once in advance of each of the required Association meetings.
3. The Responsibility of the Alumni Council is to conduct the affairs of the Association in accordance with, and as required by, these Bylaws and any other Policies and Procedures that may be duly enacted. As a group they shall employ the best

business practices which they can jointly bring to bear on matters that affect the preservation, protection, promotion and operation of the Association.

4. The Alumni Council shall prepare an Annual Report detailing its activities for submission to the membership at the Spring Business Meeting.
5. The Alumni Council shall cause to be performed any outside audit of the accounts and records of the Association, and report the results of such audits to the membership.
6. The Alumni Council may accept (or reject) any contributions, gifts, bequests, or devices on behalf of the Association.
7. The Alumni Council shall designate both the number and the names of other Officers authorized to be a signatory (along with the Treasurer) on all checks, drafts, loans, payments or other financial documents issued in the name of the Association.

Section K. Class Representatives.

1. Each Graduating Class of Coleman High School who has at least one (1) Member in good standing in the Association shall be entitled to designate one of their number to be recognized by the Association as their Class Representative.
2. The selection of the Class Representative shall be the responsibility of each respective Graduation Class.
3. Any conflicts arising in regard to the Class Representative's selection, tenure, or service shall be adjudicated by the Alumni Council.
4. Duties and Responsibilities:
 - a. Shall represent their respective Class at all official functions of the Association.
 - b. Shall assist the Association by being a primary point of contact in communicating with the members of their respective class about activities and functions of the Association.
 - c. Shall assist the Membership Committee in maintaining a current roster of their Class's members, other nonmember classmates, and in the search for "lost" and "deceased" individuals from their respective class.

Section L: Committees.

1. Special Committees: Notwithstanding provisions of these Bylaws, any number , kind, or type of Special Committee may be created, or dissolved, by a majority vote of the Alumni Council.
 - a. Committee Chairs shall be appointed by the Alumni Council.

- b. Committee Members shall be selected by the Committee Chair and confirmed by the Alumni Council.
 - c. Terms of Office, Committee Size, and Committee Responsibilities shall be determined at the time of creation by the Alumni Council.
2. Standing Committees: Standing Committees are those designated in these Bylaws to be maintained in operation until such time as they may be re-structured, re-tasked, or dissolved by a majority vote of the membership.
- a. Committee Chairs and Committee Members shall be appointed by the Alumni Council except as herein provided.
 - b. Terms of office, committee size, and reporting requirements shall be established by the Alumni Council, except as herein provided.
 - c. The Membership Committee:
 - i) Shall be Chaired by an appointee of the Alumni Council and consist of such members as the Chair shall determine and as may be required to accomplish their objectives.
 - ii) Shall be responsible for a) searching for “lost” alumni, b) seeking persons to serve as Class Representatives, c) seeking and compiling information on deceased alumni, and d) communicating all pertinent data to other Association entities as requested.
 - iii) Shall be responsible for maintaining an up to date roster and database of members, and working with all Association entities to provide such “mailing lists” as may be required to efficiently conduct the business of the Association.
 - iv) Shall maintain confidentiality of member’s personal data to the extent required by law and otherwise necessary to protect the privacy rights of persons providing such information to the Association.
 - v) The Committee Chair shall prepare and submit periodic and yearly reports on its activities to the Alumni Council.
 - d. The Reunion Committee:
 - i) Shall be Chaired by the Class Representative of 50th Year Anniversary Class, or another person designated by that Class as Chair, and shall consist primarily of Committee Members from that Class. Members from other classes may also be added as voting members of the Committee when directed by the Alumni Council, or as needed to accomplish the Committee’s objectives.
 - ii) Should the 50th Year Anniversary Class forfeit their opportunity or choose not to participate in conducting the All-Class Reunion, the Alumni Council shall appoint the Chairperson and such other Committee members as are needed for the Association to hold the Reunion.

- iii) The primary responsibility of this Committee is to plan for and conduct the annual All-Class Reunion.
- iv) The Committee Chair shall prepare and submit periodic and final reports on its activities to the Alumni Council.

e. The Scholarship Committee:

- i) Shall be comprised of a Chairperson appointed by the Alumni Council for a term of three (3) years and a minimum of four other members as selected by the Chairperson. At least three (3) of the four (4) members shall be from the 50th Year Anniversary Class, except when that class has forfeited their opportunity or chosen not to host the All-Class Reunion.
- ii) The primary responsibility of this Committee is to administer, with the advice and consent of the Alumni Council, all aspects of the Association's Scholarship Program.
- iii) The Committee Chair shall prepare and submit periodic and yearly reports on its activities to the Alumni Council.
- iv) The Chairperson shall, prior to completion of his/her term of service, recommend to the Alumni Council a minimum of three persons, with accompanying rationale, to become the next Chairperson of the Scholarship Committee.

f. The Fundraising Committee:

- i) Shall be Chaired by a member of the 50th Year Anniversary Class and shall be comprised primarily of members of that Class. Members from other classes may be added as voting members of the Committee when directed by the Alumni Council or as needed to accomplish the Committee's objectives.
- ii) Should that 50th Year Anniversary Class forfeit their opportunity or chose not to host the All-Class Reunion, the Alumni Council shall appoint the Chairperson and such other Committee members as are needed for the Association to conduct the fund raising activities.
- iii) The primary responsibility of this Committee is to plan for and conduct Fund Raising activities whose net proceeds are designated for use in the Association's Scholarship Program.
- iv) The Committee Chair shall prepare and submit periodic and final reports on its activities to the Alumni Council.

g. The Planning Committee:

- i) Shall be chaired by the Vice-President and consist of such members as the Chair shall determine and as may be required to accomplish their objectives.
- ii) The primary responsibility of this Committee is long range planning for activities of the Association.

- iii) The Committee Chair shall prepare and submit periodic and yearly reports on its activities to the Alumni Council.

h. The Bylaws Committee:

- i) Shall be chaired by the Vice-President and consist of such members as the Chair shall determine and as may be required to accomplish their objectives.
- ii) The primary responsibility of this Committee is to periodically evaluate and propose changes to the Bylaws and the Policy and Procedures Manual as may be required to further the Association's goals, objectives, and operations.
- iii) This Committee shall work with any Officer(s) or Member(s) proposing additions or changes to the Bylaws and/or Policy and Procedures Manual to develop cogent documents that comply with the Bylaws, and to assist in ushering the documents through the review and approval process.
- iv) The Committee Chair shall prepare and submit periodic and yearly reports on its activities to the Alumni Council.

i. THIS ITEM IS INTENTIONALLY NOT USED

j. The Nomination and Election Committee:

- i) Shall be chaired by the Secretary and consist of such members as the Chair shall determine and as may be required to accomplish their objectives. The Chair will serve as the Chief Elections Official.
- ii) The primary responsibility of this Committee is to compile a slate of candidates for Officer elections, prepare ballots for any election requiring ballots, administer a fair election process, tally the votes cast, and report the results of the voting to the presiding Officer.
- iii) The Committee Chair shall prepare and submit periodic and yearly reports on its activities to the Alumni Council.

Article V: General Provisions

Section A: Fiscal Year.

1. The fiscal year of the Association shall be from January 1st through December 31st.

Section B: Compensation.

1. No Elected Officer, Committee Chair, Committee Member, Class Representative, or other representative of the Association shall receive compensation for their services.
2. Reimbursement for expenses incurred on behalf of the Association will be made only when pre-approved by the Alumni Council. All such reimbursement requests shall be made to the Treasurer within 30 days of the expenditure, and shall be accompanied by receipts and other data substantiating the request.

Section C: Contracts.

1. The Alumni Council may authorize any Officer, or Officers, of the Association to enter into any contract, or execute and deliver any instrument in the name of, and on behalf of the Association. Such authority may be general, or it may be confined to specific instances.
2. All duly authorized contracts or legal instruments (excluding checks or drafts on the Associations financial accounts) shall require the signature the President and at least one other Association Officer

Section D: Program and Budget Plans.

1. The President will provide a Program and Budget Plan to the Alumni Council by December 1st of each year. After review and approval by the Alumni Council, the Plans will be presented to the membership at the Spring Meeting, and shall be used to guide that year's operations.
2. The Program and Budget Plan will include as a minimum a Projected Income and Expense Statement for the next year, as well as narrative comments on the activities to be undertaken, their projected cost, their projected return, and their projected benefit to the Association.
3. The Alumni Council will have thirty (30) days from the date of the President's submission to review the Plans.

Section E: Financial Statements.

1. Within thirty (30) days of the end of each fiscal year, the Treasurer shall prepare Financial Statements for the preceding year. These Financial Statements shall be submitted initially to the Alumni Council for review and comment, and then forwarded to the Trustees for final review and comments.
2. Financial Statements shall include as a minimum a Balance Sheet, an Income and Expense Statement, Notes, and Budget Comparison.
3. Should a majority of the Trustees concur, an audit of the Association's Financial Records by an independent public accountant may be ordered.

4. The results and recommendations from any duly conducted third party audit shall be reported initially to the Trustees, and then referred to the Alumni Council for appropriate and timely action.

Section F: Indemnification.

1. In discharging their duties, the Council members, Officers, and various Committee Members of the Association shall be indemnified by the Association for judgments and fines (whether civil, criminal, administrative or investigative) for any of the above enumerated matters, as well as reasonable expenses for each, including attorney's fees actually and necessarily incurred as a result of such action or proceeding, if such Officer, Council member or Committee Member acted in good faith, for a purpose which he or she reasonably believed to be in the best interests of the Association, but had no reasonable cause to believe that his or her conduct was unlawful.

Article VI: Amending the Bylaws

Section A. Process and Voting

1. Proposed amendments or changes to the Bylaws may be offered by any Member(s) either in written or electronic format. All submissions shall be directed to the Alumni Council, and shall be signed by the author and co-signed by at least one additional signatory.
 - a. The Alumni Council may take up to sixty (60) days to evaluate the proposed change(s) but shall, within that time, respond in writing to the Member(s) requesting the change(s) and advise them of Council's determinations made regarding the change(s).
 - b. When a majority of the Alumni Council members favor submitting the proposed change(s) to the membership for voting, the Alumni Council shall determine the time and manner for voting, and shall communicate those determinations to the membership.
 - c. Voting for changes to the Bylaws may be scheduled during any meeting of the Association, or by alternate mail and/or electronic methods as determined by the Alumni Council.
2. Voting shall be conducted as provided for in Article III, Section I.

Section B. Effective Date

1. Absent a date-certain established in the approved Motion to Amend the Bylaws the effective date of implementation of the Change(s) shall be 30 days after the certification of the voting by the Nominating and Elections Committee, but in no case later than the beginning of the next Fiscal Year.

Article VII: Dissolution

Section A: Approval

1. A motion that seeks to dissolve the Association shall meet the following criteria before being submitted to the membership for ratification.
 - a. The motion must be made, in person, by a Member during a Regular or Special Meeting of the Association.
 - b. The motion must have at least three (3) additional seconds to be considered "in order" for subsequent discussion and voting.
 - c. The motion must be voted on at the Meeting in which it is submitted, unless it is withdrawn, amended, or tabled, or unless the motion stipulates an alternative time or procedure for voting.
 - d. The motion must receive the approval of three-fourths (3/4) majority of those Members present and voting at the Meeting to initiate further Dissolution proceedings.
3. A motion to dissolve the Association, which has received the necessary votes to move forward and complied with the foregoing shall be submitted, within thirty (30) days of the vote, to the entire membership for consideration.
4. The Alumni Council shall adopt such voting procedures as it shall deem appropriate and in compliance with these Bylaws to effect a vote on the motion in a timely manner.
5. The motion for Dissolution of the Association shall be considered approved if a three-fourths (3/4) majority of the members returning ballots vote in favor of Dissolution.

Section B: Implementation

1. If Dissolution is ratified by the membership, the Alumni Council and the individual Officers, who are in office, at the time of the ratification, shall be obligated and authorized to take the following actions:
 - a. Make notifications of the Dissolution to any third parties with which the Association may be financially, legally, or otherwise involved.
 - b. File such Dissolution Notices and Documents as may be required by the Texas Secretary of State and the Internal Revenue Service.
 - c. Terminate all existing contracts and other legally binding obligations to which the Association is a party.
 - d. Discharge the financial obligations of the Association to the extent that Association funds are available to do so.
 - e. Distribute any remaining assets and property of the Association to a non-profit entity, or entities, that the Alumni Council may select which satisfy applicable provisions of the Internal Revenue Service Code.
 - f. Assemble and deposit with a suitable recipient the Administrative and Financial Documents of the Association.

2. If Dissolution is not ratified by the membership, the Alumni Council and the individual Officers, who are in office, at the time of the ratification, shall be authorized to continue operations of the Association.

Article VIII: Policies and Procedures.

Section A: Authority

1. The Association may adopt such Policies and Procedures as may be deemed necessary to insure that accrued knowledge about the operations of the Association, its Officers and Committees from prior administrations, is transferred to and implemented by succeeding administrations.

Section B: Policies

1. Policies are defined as the various guiding principles of the Association which may be adopted to meet its goals and objectives.
2. Adoption of, or modification to, any Policy shall be approved by a simple majority vote of the membership as provided for in Article III, Section I.

Section C: Procedures

1. Procedures are defined as those methods adopted by the Alumni Council to guide and direct the persons responsible for execution of the various activities and provisions of the Association Bylaws and Policies toward a consistent, repeatable, and predictable result.
2. Procedures may be adopted, amended, or altered by a simple majority vote of the Alumni Council.

Policies and Procedures

I. The Alumni Association Scholarship Program.

Enacted as an Amendment to the Bylaws on June 18, 2011.

Ratified as a Membership Approved Policy on ___10.17.2015___.

A. Scholarship Program Policy.

1. A portion of the funds acquired and held by the Association for the Scholarship Program shall be distributed annually to worthy graduates of Coleman High School for their use in continuing their education and the pursuit of a degree at the college or university level.
 - a. The Scholarship Program will be administered by the Scholarship Committee whose authority and structure is defined in the Bylaws, Article III, Section L. Paragraph 2.e, and whose activities shall conform with these Policies and Procedures to insure that an impartial and objective selection program is maintained.
 - b. The dollar amount of the Scholarship awards shall be set annually by the membership based on the availability of funds.
 - c. Payment of Scholarships shall be made by the Association Treasurer to the designated recipients as directed by the Scholarship Committee Chair.
2. The Association will award two (2) Scholarships each year: One to a graduating senior male and one to a graduating senior female, except when any of the following circumstances occur and alternate recipients are recommended by the Scholarship Committee and approved by a majority vote of the Alumni Council:
 - a. When all applications are from the same gender, the Association may choose to award scholarships to two individuals of the same gender, or to award only one scholarship.
 - b. When insufficient applications are received from either gender to allow the selection of a recipient of that particular gender meeting the established criteria, the Association may choose to award scholarships to two individuals of the same gender, or to award only one scholarship.
 - c. When none of the applicants of either gender meet the established criteria, the Association may solicit applications from the graduates of prior classes who are, or will be, enrolled in an accredited college or university, and award up to two (2) scholarships without regard to gender.
 - d. When any other anomaly in the quantity, character, or distribution of the applications compromises the Association's intent to award scholarships as set forth in Paragraph 2 above, the matter shall be referred to the Alumni Council for adjudication.
3. The Criteria for selection of the potential Scholarship recipients shall be based on the applicants having submitted verifiable information in their application that addresses the following:

- a. Their being prepared to continue their education at the college or university level as evidenced by the successful completion of appropriate high school coursework with a cumulative Grade Point Average that ranks in the top 20% of their class.
- b. Their completion of College Entrance Exams with a Minimum Composite (average) Score of 20 on the ACT (or equivalent).
- c. Their involvement in extra curricular activities and community service.
- d. Their need of financial assistance.
- e. Their ability to communicate, in writing, their past accomplishments, future goals, and their means of achieving those goals in a succinct and professional manner.

B. Scholarship Program Procedures.

1. At the beginning of each year, the Scholarship Committee Chair shall assemble the Scholarship Selection Committee as stipulated in the Bylaws. If for any reason, it is not possible to get the full contingent of members from the 50th Year Anniversary Class to serve, the Scholarship Chair will select members from other classes to perform the duties of the Selection Committee. All Committee members shall be members in good standing of the Association.
2. The Chair will develop a schedule for the application and selection process, and make available to the High School administration such information and documents as may be needed for interested and qualified students to make a timely submission of their applications.
3. After all applications have been received by the Chair, the process of reviewing the applications and selecting the recipients shall commence.
 - a. The evaluation of each individual application by each member of the committee shall proceed utilizing the Alumni Council approved "Evaluator's Application Review Sheet", and the "Evaluator's Summary of Scholarship Application Evaluations" whose development has been demonstrated to ensure an impartial and objective consideration of each application based solely upon the data submitted in the application.
 - b. Should the Selection Committee become aware of any conflicting or inaccurate data on an application, whether that conflict or inaccuracy is inadvertent or intentional, that application shall be disqualified from further consideration.
 - c. Should a member of the Scholarship Selection Committee become aware that they are related to any applicant, or to any close business associate of the applicant, they shall disqualify themselves from service on the Selection Committee. The Chair shall replace the disqualified member with another member.
 - d. Applications received after the deadline established by the Committee shall be returned to the applicant unopened and accompanied by a letter stating the reasons for the Committees action.

4. Upon determination of the proposed recipients of the Scholarships by the Committee, the Chair will advise the Alumni Council, who shall then review and confirm the Committee's selections. Objections to any proposed recipient by a majority of the Alumni Council shall result in the Committee's further review of that recipient's selection and the naming of an alternate recipient if directed by the Alumni Council.
5. The Scholarships, in the amount set by the membership, shall be paid in two equal payments subject to the following conditions:
 - a. The first installment will be made in the Fall upon the recipient's having been accepted and enrolled as a full time student (minimum of 12 semester hours) in an accredited College or University in the pursuit of a degree.
 - b. The second installment will be made in the Spring upon the recipient's having successfully completed the first semester with a minimum GPA of 2.0 (on a 4.0 grading system) and subsequent acceptance and enrollment for the Spring semester. As in the Fall, the recipient must be enrolled in the Spring as a full time student (minimum of 12 semester hours) in an accredited College or University in the pursuit of a degree.
 - c. Failure of the recipient, for any reason, to successfully complete the first semester, and successfully enroll for the next semester, or otherwise fail to comply with stipulations of the award agreement, will result in forfeiture of any remaining part of the scholarship.
6. The unused portion of any forfeited Scholarship(s) shall be returned to the Association's Scholarship Fund Account.
7. Copies of the currently authorized "Scholarship Application Form", the "Evaluator's Application Review Sheet", and the "Evaluator's Summary of Scholarship Application Evaluations" are attached and are incorporated into these adopted procedures by reference.