



**AMERICAN SCHOOL FOR THE DEAF ALUMNI ASSOCIATION
CONSTITUTION & BY-LAWS**

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PREAMBLE

For the cultivation of fellowship and good feeling among us and for a spirit of loyalty to our Alma Mater, we, the graduates and former students of the American School for the Deaf, in good standing, do form ourselves into an association to be known as “THE AMERICAN SCHOOL FOR THE DEAF ALUMNI ASSOCIATION”, and for its better government, do hereby establish the following Constitution and By-Laws.

ARTICLE I – NAME

This Association shall be known as the AMERICAN SCHOOL FOR THE DEAF ALUMNI ASSOCIATION (ASDAA).

ARTICLE II – OBJECTIVES

Section 1. The American School for the Deaf Alumni Association is organized exclusively for the purpose of promoting the welfare of the American School for the Deaf, 139 North Main Street, West Hartford, Connecticut, 06107. Distributions from any ASDAA accounts like saving, checking, stock, mutual fund, and Endowment Funds made to the American School for the Deaf are strictly used to support its academic, vocational, athletic, residential programs and museum. By virtue of its sponsorship, the American School for the Deaf Alumni Association is regarded as an integral part of the American School for the Deaf.

Section 2. Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c) (3) of the Internal Revenue

Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c) (3) or corresponding provisions of any subsequent tax laws.

Section 3. No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled share in the distribution of any of the organization's assets on dissolution of the organization.

Section 4. No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501 (h)) or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidates for public office.

Section 5. In any taxable year in which the organization is a private foundation as described in IRC 509 (a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self--dealing as defined in IRC 4941 (d), (b) retain any excess business holdings as defined in IRC 4943 (c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945 (d) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE III – MEMBERSHIP

Section 1. There shall be three classes of membership: Active, Associate, and Honorary.

Section 2. All graduates and former students shall be eligible, upon payment of the initiation fee, to active membership in the Association and may remain as active members upon the payment of the membership dues. Active members in good standing shall be entitled to vote, to hold office, and to enjoy all the privileges of membership in the Association.

Section 3. All spouses of graduates and former students, and present/former staff members of the American School for the Deaf shall be eligible, upon payment of the initiation fee, as associate members in the Association and may remain as associate members upon the payment of the membership dues. Associate members shall have all the privileges of membership in the Association, including serving on committees, except that no Associate member shall be eligible to hold any office in the Association and to vote.

Section 4. Honorary membership in this Association shall be bestowed only on descendants of Thomas A. Gallaudet, Laurent Clerc, the Superintendent/Executive Director of the School and his/her spouse, and such hearing and distinguished deaf people who have shown interest in the American School for the Deaf. A Nominating Committee shall submit a list of nominees to the Executive Board for review. The final ballot of nominees shall be subsequently voted upon at the next Reunion. Membership shall be confirmed by a majority vote. Honorary members shall have all the privileges of membership in the Association, including serving on committees, except that no honorary member shall be eligible to hold any office in the Association and to vote.

ARTICLE IV – REUNION/HOMECOMING

Section 1. The Association shall hold a Reunion every year in the fall. The purpose of each Reunion shall be determined by the Executive Board. Generally, the Reunion purpose will alternate between the transacting of election/business meeting and social events.

Section 2. The election of officers shall take place biannually.

Section 3. The business meeting agenda for such annual Reunion/Homecoming shall be as following:

- a) Odd numbered years – Election
- b) Even numbered years – General Meeting

ARTICLE V – ELECTION OF OFFICERS

Section 1. The following officers of this Association shall be elected by the members at a business meeting during Reunion/Homecoming: a President, a Vice President, an Executive Secretary, a Recording Secretary, a Treasurer, a Trustee Chair, two (2) Trustees, a Chairperson of Endowment Fund, and four (4) Members--at--Large.

Section 2. At least two officers, except Members--at--Large, shall reside in Connecticut.

Section 3. These Officers and a Trustee shall be elected by a majority vote (50% +1) at the Reunion. The Officers shall hold their offices for two (2) years of a term and up to three (3) terms, and the Trustee six years, or until their successors are duly elected. All officers shall be voted through secret ballot. There will be no raised hand counts for election of officers.

Section 4. Three (3) Trustees shall be elected the first year - one for two (2) years; one for four (4) years; and one for six (6) years respectively. Each Trustee may serve three (3) consecutive terms. Then, one Trustee shall be elected every two years at the Reunion. The trustee who serves the longest in terms of years of service moving from 6 year term to 4 year term and finally to the remaining two year term shall be the Trustee Chair.

Section 5. Any active member who has been in good standing with the Association for one year is eligible to hold any office. No American School for the Deaf employee, family member, and/or relative shall serve on ASDAA Board. Up to three (3) ASD employees may serve as Board Members--at--Large.

Section 6. The officers thus elected shall assume their respective offices after taking the oath following their election.

Section 7. All elected officers, before assuming their duties, shall take the following pledge:

“I promise to uphold the constitution and bylaws of the American School for the Deaf Alumni Association and to promote its good name in the community. I do”.

ARTICLE VI – DUTIES OF OFFICERS

Section 1. President

The President shall have the following duties:

- a. To preside at all meetings of the Association and Executive Board.
- b. Be an ex-officio member of any Committee of the Association.
- c. To make a report at the Reunion covering the business of the Association during her/his term of office, and shall make recommendations for the ensuing term in the report.
- d. To perform such duties as are assigned to her/his office.
- e. To appoint Parliamentarian, subject to the approval of the Executive Board.
 - i. The Parliamentarian shall be familiar with the parliamentary/meeting procedure;
 - ii. May be a member or non-member of the Association who shall maintain neutral position in all meetings;
 - iii. Use Robert's Rules of Order as reference; and
 - iv. As needed, has opportunity to receive orientation/training.
- f. To appoint Chairpersons of all standing and ad hoc committees of the Association, subject to the approval of the Executive Board.
- g. To appoint Chairperson of a Hall of Fame Committee – Achievement and Chairperson of a Hall of Fame Committee – Athletics, subject to the approval of the Executive Board.
- h. Automatically become a member of the ASD Board of Directors.

Section 2. Vice President

The Vice President shall have the following duties:

- a. To fill the office of the President in the absence of the President.
- b. To assist in keeping up the constitution and bylaws that may occur at reunions.
- c. To preside at the reunion concerning new amendments/revisions to the Constitution and Bylaws.
- d. To chair a law committee that convenes from time to time pertaining the proposed changes in the Constitution & Bylaws prior to the Reunion meeting.
- e. To assist the Treasurer to collect fees and dues from the members and head membership drives to secure new members.

Section 3. Recording Secretary

The Recording Secretary shall have the following duties:

- a. To record the minutes of all proceedings of the Association and Executive Board, and keep such other records as may be required.
- b. To submit the official minutes to the Executive Secretary within two (2) weeks after the Executive Board approves the minutes of the previous Board meeting.

Section 4. Executive Secretary

The Executive Secretary shall have the following duties:

- a. To be responsible for the day to day minor decisions of the Association.

- b. To work with the President in matters pertaining to decisions that are brought to the Executive Board.
- c. To serve as a liaison to the school and the Association and other chapters as partner.
- d. To attend to all correspondence of the Association.
- e. To post the meeting minutes for ASDAA members through social media.

Section 5. Treasurer

The Treasurer shall have the following duties:

- a. To receive and collect all initiation fees, dues, and all other monies belonging to the Association.
- b. To have charge of the Funds belonging to the Association.
- c. To keep an accurate and careful account of all receipts and expenditures.
- d. To work closely with the Chairperson of the Endowment Fund and President.

Section 6. Trustees

The Trustees shall have the following duties:

- a. To audit the books of the Treasurer and the Chairperson of the Endowment Fund three (3) times a year – every four (4) months and report to the Executive Board and to the Association during the Reunion/Homecoming.
- b. To audit the financial reports of all affairs, events, and functions within 60 days after the date of event.

Section 7. Chairperson of the Endowment Fund

The Chairperson of the Endowment Fund shall have the following duties:

- a. To receive all monies directed to Endowment Fund.
- b. Be knowledgeable of the endowment procedures.
- c. To work with the Treasurer and President.
- d. To keep accurate records and account(s) of the receipts and expenditures.
- e. To do the following procedures:
 - i. To be one of the three authorized signatures: President, Treasurer and Chairperson of Endowment Fund.
 - ii. To provide records to three (3) Trustees.
 - iii. To provide copies of all file(s) to Treasurer and Executive Secretary.

Section 8. Members--at--Large

The Members--at--Large shall have the following duties:

- a. To carry out duties assigned by the President.

ARTICLE VII – THE EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the President, the Vice President, the Executive Secretary, the Recording Secretary, the Treasurer, the Trustee Chair, the two (2) Trustees, the Chairperson of the Endowment Fund, and the four (4) Members--at--Large.

Section 2. Between biennial reunions, the administrative power shall be vested in the Executive Board. The Executive Board shall have all the powers of the Association when the Association is not in regular session. It shall aim to carry out the expressed will of the Association as far as circumstances may render it wise and practicable. It shall have power to initiate and carry out policies tending to promote the welfare of the Association, provided; however, that such policies are not contrary to the previously expressed will of the Association. It shall have the power to appropriate or raise such money as may be necessary to give effect to these policies.

Section 3. The Executive Board shall turn over its successors all papers and documents, etc., which may belong to the Association. After the election of new officer(s), all former officers shall be required to mentor new officer(s) at the next day. Turning over all papers, documents and paperwork from old to new officers are required to be completed within 30 days after the election. For the Treasurer and the Chairperson of Endowment Fund, turning over all papers, documents, paperwork, and new bank signature cards/forms are required to be completed within 60 days.

Section 4. The President shall call a meeting of the Executive Board at such place and time as he/she may designate. A meeting may be called at the request of any two members of the Executive Board.

Section 5. The Executive Board shall recommend the proposed changes in Constitution and Bylaws at the Reunion meeting of the Association.

Section 6. The Executive Board shall take the action on the recommendations of the Endowment Fund Committee.

ARTICLE VIII – VACANCIES IN OFFICE

Section 1. All resignations shall be made in writing to the President, except the resignation of the President. In case of the President's resignation, it shall be put in writing and addressed to the Vice President. The Vice President shall become President when the office of the President becomes vacant by resignation or otherwise. All vacancies between Reunions shall be filled by the Executive Board for the unexpired term. If any office in the Executive Board becomes vacant by resignation or otherwise, the remaining officer or officers, though less than a quorum, shall fill such vacancy for the balance of the term.

ARTICLE IX – QUORUM

Section 1. QUORUM FOR THE ASSOCIATION MEETING. Twenty-five (25) members in good standing shall constitute a quorum.

Section 2. QUORUM FOR THE EXECUTIVE BOARD MEETING. A majority vote (50% + 1) of the elected officers shall constitute a quorum of the Executive Board meetings.

Section 3. MAJORITY VOTE. With a quorum, a majority vote (50% + 1) of the members present and entitled to vote shall be required for any business/action by the Association and the Executive Board.

Section 4. TWO--THIRDS (2/3) MAJORITY VOTE. With a quorum, an affirmative vote of two--thirds (2/3) of the members present and entitled to vote shall be required for any business that requires two--thirds (2/3) vote majority; for example, an amendment to the Constitution requires a 2/3 majority vote.

ARTICLE X – OFFICIAL ORGAN

Section 1. The ASD Alumni Newsletter shall be the official organ of the Association.

Section 2. Alterations (changes) to the Constitution and By-Laws shall be published in the ASD Alumni Newsletter following the adjournment of the Reunion.

ARTICLE XI – AMENDMENTS, RATIFICATION, AND SUPERSESION

Section 1. – AMENDMENTS. The Constitution and By-Laws may be amended by a two--thirds (2/3) majority vote and a majority vote (50%+ 1) respectively at a business meeting during Reunion/Homecoming (See Article IV, Section 3), a quorum being present, provided that such amendment be submitted in writing to the Vice President and Executive Secretary at least one (1) month before the Reunion/Homecoming.

Section 2. – RATIFICATION. All acts previously performed by and in the name of the Association are hereby ratified and confirmed by members presented on the 15th day of October, 2016.

Section 3. – SUPERSESION. This Constitution and/or By-Laws adopted the 15th day of October, 2016, shall supersede all previous Constitutions and/or By-Laws.

ARTICLE XII – DISSOLUTION

Section 1. The Association may be dissolved by a two--thirds (2/3) majority vote of the members present and entitled to vote.

Section 2. In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1986, in the following order its existence:

1. American School for the Deaf, West Hartford, CT
2. Gallaudet University, Washington, DC

or corresponding provisions of any subsequent Federal Tax Laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Connecticut.