

RESTATED BYLAWS
OF
ST. PAUL ACADEMY AND SUMMIT SCHOOL ALUMNI/AE COUNCIL

ARTICLE I.
NAME

Section 1.1 The name of this organization is the St. Paul Academy and Summit School Alumni/ae Council, hereinafter “Council.”

ARTICLE II.
MEMBERSHIP

Section 2.1 **Members.** The Council shall consist of no more than twenty-four (24) and no fewer than 10 (ten) alumni/ae members (hereinafter “Members”). All Members have voting rights. Members will be selected by the Membership to fill vacant positions.

Section 2.2 **Term.** Terms for all Members will commence at their first Regular Meeting and will last for two (2) years. Members may elect to renew their Membership at the expiration of their second year.

Section 2.4 **Distribution.** The Council will strive to be comprised of a diverse group of alumni/ae from various decades, both male and female.

ARTICLE III.
OFFICERS

Section 3.1 **President.** The President of the Council shall serve as the presiding officer at all meetings. The President of the Council shall be appointed every two (2) years, based on nominations by the outgoing President and the Director of the Alumni/ae Relations Office. The President’s term will begin at the first Regular Meeting of the academic school year. The President must have previously served as a Member and completed at least one (1) year of his/her two (2) year term. The President must be an alum based in Minnesota. The President must strive to attend all meetings in person. The President will prepare the agendas for each meeting and serve as an ex officio member on each committee. The President will circulate meeting minutes drafted by the secretary to the Membership. If the President is absent from a meeting, the President shall appoint another Member to run the meeting and prepare the agenda.

Section 3.2 **Secretary.** At the start of each meeting, a member will volunteer to serve as secretary. The secretary will take attendance and draft minutes. The secretary will send the minutes by electronic communication to the President within seven (7) days of the date the meeting occurred. Meeting minutes will be kept in the Alumni/ae Office at St. Paul Academy

and Summit School (“School”) and be preserved according to the School’s record retention policy.

ARTICLE IV.
MEETINGS OF MEMBERS

Section 4.1 Regular Meetings. Regular Meetings of the Council shall be held at such times and places as shall be designated by the President.

Section 4.2 Annual Meetings. The Annual Meeting of the Council will be held at the conclusion of the academic school year at such time and place as the President determines. Such meetings shall be for the purpose of appointing new Members (as needed) and receiving an annual report from the Committee Chairs.

Section 4.3 Notice. The regular meeting and annual meeting calendar for the entire academic year will be distributed to all Members at the first meeting of the academic year. This notice will include the meeting date, the meeting time and the meeting location. Reminder notices of regular meetings and the annual meeting will be given by the President in writing, delivered by electronic communication, to the Council not less than seven (7) days before the meeting.

Section 4.4 Remote Communications. The President may determine that one or more meetings of the Members shall be held solely by, or permit participation by, means of remote communication.

Section 4.5 Quorum. A quorum at a regular meeting of the Council shall be at least one half the total Membership of the Council present.

ARTICLE V.
COMMITTEES

Section 5.1 General. The Council consists of three committees: Fundraising, Events and Volunteerism. The three committees represent the three areas of focus outlined in the Council’s Mission Statement.

Section 5.2 Members. Each committee shall consist of at least one (1) Committee Chair and at least one (1) Committee Member. Election to the Committee Chair position will occur at the first meeting of the academic school year. Election to the Committee Chair position will be on a volunteer basis. The Committee Members shall be slated at the first meeting of each academic year. Committee membership will last for one (1) academic year. It is a requirement of Council Membership to serve on at least one (1) committee.

Section 5.3 Committee Meetings. Committees will meet throughout the academic year at the direction of the Committee Chair.

Section 5.4 **Purpose.** Each Committee will develop a plan of action for the academic year and work on behalf of the Council to accomplish the Committee's purpose.

Section 5.5 **Reports.** Committee reports will be given by the Committee Chair to the Council at each Regular Meeting. If the Committee Chair is absent from the Council's regular meeting, a member of the Committee shall give the report. The Committee Chair shall give an annual committee report at the Annual Meeting.

ARTICLE VI. **ATTENDANCE**

Section 6.1 **General.** Attendance is expected at all Council meetings. Notice of absence must be given in a timely manner to the President or the Director of Alumni/ae Relations. Should a Member become delinquent in his/her attendance, a majority vote by the Council is needed to remove that Member from his/her position.

ARTICLE VII. **AMENDMENT OF BYLAWS**

Section 7.1 **General.** These bylaws may be amended at any regular meeting of the Council and upon notice of the proposed amendment duly given in the notice of the meeting.