

Name of our 501c3 entity: **Nathan Hale High School Class of 1975**

Nathan Hale High School, Class of 1975. #Rangers for Life

## **ARTICLE 1. NAME OF ORGANIZATION**

The name of the corporation is Nathan Hale High School Class of 1975.

## **ARTICLE 2. CORPORATE PURPOSE**

### **Section 2.1. Non-profit Purpose**

Our Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

### **Section 2.2. Specific Purpose**

Our purpose is to organize the members of the Nathan Hale High School Class of 1975 to support the students and administration of Nathan Hale High School. We aim to provide volunteer assistance from our members as needed. We also aim to raise funds exclusively for the financial needs of the students and faculty of Nathan Hale High School and to support our organization.

### **Section 2.3. Secondary Purpose**

The secondary purpose of the organization is to encourage connectivity among classmates year-round. This can be accomplished through regularly scheduled get-togethers, with one large gathering every five years if possible. The Board is tasked with this responsibility but may, at its discretion, appoint a separate committee to facilitate reunions. Any special committees formed by the Board are accountable to the Board and the corporation's bylaws. The Board Chair and Vice-Chair shall serve as ex-officio members with voting privileges of any special committees.

**Section 2.4. Compliance with Articles of Incorporation** - These bylaws comply with the organization's Articles of Incorporation and all applicable state non-profit laws

## **ARTICLE 3. MEMBERSHIP OF BOARD OF DIRECTORS**

The corporation's membership shall consist of the members of the Board of Directors, who are tasked with providing financial oversight for all the organization's activities to ensure transparency, fiscal responsibility, and overall direction to the Committee.

**Section 3.1. Board Make-Up** - The makeup of Board Members shall be drawn exclusively from the graduating class of Nathan Hale, Class of 1975. The Board shall consist of the following officers: Chairperson, Vice-Chairperson, Treasurer, Secretary, and Legal Representative. These five positions comprise the Executive Committee of the Board of Directors. The Executive Committee has the power to make decisions in between full board meetings.

**Section 3.2. Ex-officio** - The following positions will serve as ex-officio members of the Board with full voting rights: the elected leader of the women's organization (Hale's Angels), the elected leader of the men's organization (currently referred to as Hale's Men), and Mike Goodman.

One additional ex-officio member of the Board will be the class Communication Liaison. This person will manage and coordinate communication efforts across the organization's Facebook page, newsletter, and official website, ensuring timely updates and engagement with alumni.

### **Section 3.3. Powers and Duties of Board Members**

**The Chairperson of the Board** shall, if present, preside at all meetings. They will exercise and perform other powers and duties as may be assigned to them from time to time as prescribed by the Bylaws. The Chairperson will be permitted to write checks on the Class of '75 account with the approval of at least one other Board Member. The Chairperson shall sign and execute contracts for special events upon approval of a majority of the Board.

**The Vice-Chairperson of the Board** shall exercise and perform the duties of the Chairperson upon the Chairperson's death, absence, disability, resignation, or in case the Chairperson cannot perform the duties of their office. The Chairperson and Vice-Chairperson shall assign committee chairs for special events, fundraisers, and projects.

**The Board's Treasurer** shall have custody of and maintain all bank accounts and financial records related to Class of '75 funds and donations. The treasurer, working with the entire Committee, will help produce an annual budget for the organization. This budget will be posted publicly for all members to see. Checks and debit card transactions can be initiated upon the approval of at least two members of the Executive Committee. No approval is necessary if the charge is under \$200 and is taken from an approved annual budget line item. The Treasurer shall issue annual giving statements to all donors and post quarterly update reports on the Class's financial standing.

**The Secretary of the Board** shall be present at all meetings and record the minutes of the proceedings for publication to members (classmates) upon request. If the secretary can not be present for any reason, another member of the Executive Committee can temporarily assume this role. Records of minutes shall be archived for some time as specified by the Legal Representative.

**The Legal Representative** advises on compliance and legal matters, ensuring the organization's effective governance. They are responsible for interpreting and applying the organization's bylaws, ensuring all activities comply with applicable laws, and providing legal advice to the Board when necessary.

**Ex-officio Members** shall be advisors to the Executive Board and information providers to their various auxiliary class organizations.

**Section 3.4. Election of Board Members**—Board members' elections shall occur every five years during the five-year class reunions. Members shall vote for candidates to fill available Board positions at these reunions. Elections shall be conducted using procedures established by the current Board, ensuring fair and transparent practices. These procedures will include nomination periods, candidate presentations, and a secure voting process. Elected Board members shall serve five years, commencing immediately following the election. The vote can be held electronically if a physical reunion cannot happen.

**Section 3.5. Vacancies** - In the event of a vacancy on the Board due to death, resignation, or inability to serve, the remaining Board members shall appoint a replacement to serve the

remainder of the unexpired term. The appointee must meet all eligibility requirements for Board membership and shall assume full rights and responsibilities upon appointment. If the vacancy occurs within six months of the next scheduled election, the position may remain vacant at the discretion of the Board. Board members may resign in writing by letter or email to the Chairperson at any time.

## **ARTICLE 4 MEETINGS**

### **Section 4.1 Meetings**

Full board meetings will be held at the discretion of the Executive Board, but they must meet at least once a year. A simple majority of elected members present physically or by phone or video conferencing shall constitute a quorum for both full and Executive Board meetings. The financial status of class accounts for the Class of '75 shall be communicated to members (classmates) at the end of the meeting within (5) five business days. Minutes of each meeting shall be communicated within (5) five business days unless confidential proceedings should not be released to the Corporation members (classmates). Methods of media for communication will consist of a Facebook Group Page for the Class of '75, Lone Ranger, and Class of '75 website.

### **Section 4.2 Special Meetings**

Notice of a special meeting shall be given to board members by phone, email, or text. If in-person meetings are not feasible, conference calls via telephone or conference-type software will be used, provided all persons can hear each other and participate in discussions.

## **ARTICLE 5. COMPENSATION**

No compensation shall be distributed to any Board member or member of the Corporation for whatever services are rendered to the Corporation. Officers of the Board or members shall be reimbursed only for personal funds used on special events, provided all receipts and required documentation are submitted to the Treasurer within a week of the expenditure.

## **ARTICLE 6 CODE OF ETHICS**

The corporation's policy is that Board members conduct themselves in a manner consistent with sound business and ethical practices and be good stewards of member donations. No Member of the Board shall accept any benefit as consideration for any decision, opinion, or recommendation to carry out official acts for the Corporation. Board members will ensure that all contracts and vendor transactions are open and awarded solely on contractual merit.

## **ARTICLE 7. BOOKS AND RECORDS**

The Corporation shall keep complete books and records of accounts and minutes of the Board of Directors proceedings.

## **ARTICLE 8. AMENDMENTS**

**Section 8.1. Articles of Incorporation-** The Articles may be amended in any manner at any regular or special meeting of the Board of Directors provided that specific written notice of the proposed amendment of the Articles setting forth the proposed amendment or a summary of the changes to

be effected thereby shall be given to each director at least three days in advance of such a meeting if delivered personally, by facsimile, or by e-mail or at least five days if delivered by mail. As required by the Articles, any amendment to Article III or Article VI of the Articles shall require the affirmative vote of all directors then in office. All other amendments of the Articles shall require the affirmative vote of an absolute majority of directors then in office.

**Section 8.2. Bylaws** - Any amendments to these bylaws require a two-thirds majority vote of the Board. Proposed amendments must be distributed to Board members at least seven days before a vote.

**ARTICLE 9. DISSOLUTION**

In the event of dissolution, the organization's remaining assets shall be donated to Nathan Hale High School or another 501(c)(3) organization with a similar mission.

**ARTICLE 10. NON-DISCRIMINATION POLICY**

The organization does not discriminate based on race, gender, religion, disability, or other protected categories in any activities, including membership, hiring, and events.

**ADOPTION OF BYLAWS**

We, the undersigned, are all of this corporation's initial directors or incorporators, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of the three preceding pages, as the Bylaws of this corporation.

ADOPTED AND APPROVED by the Board of Directors on this \_\_\_\_ day of \_\_\_\_\_, 2025.

\_\_\_\_\_  
Mark Brooks, Chairman

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Kelly Knopp, Legal Representative