



**WOLMER'S ALUMNI ASSOCIATION, INC.
SOUTH FLORIDA CHAPTER**

BY-LAWS

As Amended on August 29, 2020

NAME: The name of the organization shall be the:

WOLMER'S ALUMNI ASSOCIATION, INC., SOUTH FLORIDA CHAPTER

AIMS AND OBJECTIVES

1. To furnish and disburse financial aid and other forms of supplemental assistance to students and alma mater of the corporation and the schools from which the corporation derives its philosophies and initial members.
2. To foster, through periodic seminars, social and entertainment activities, a spirit of fellowship, cooperation among and between other Jamaican alumni associations in the United States and otherwise.
3. To further, by directed studies, research and publication, knowledge of Wolmer's schools, and to promote, through association, seminars and general cooperation with other organizations or individuals similarly interested, the philosophies, attitudes and cultures of Jamaica, the West Indies and the Wolmer's schools.
4. To assist, cooperate and contract with other public or private organizations, especially education organizations, and to engage in and solicit support for various methods of exposing the general public to factual, cultural, and other information regarding the culture, education, and general philosophy of the people of Jamaica.
5. To foster a spirit of fellowship and goodwill through networking, social, educational and business activities among members of the Wolmer's Alumni Association of South Florida (WAASFL).
6. To be involved in and promote community work in South Florida as well as the rest of the United States and Jamaica, and support humanitarian causes in other areas as approved by the membership of the association.

MEMBERSHIP

Wolmer's Alumni Association, Inc. South Florida Chapter, (hereafter referred to as "the Association") shall have an unlimited number of Active, Life, Honorary, and Associate members. Any past student of the Wolmer's schools shall be eligible for Active membership.

An active member may become a Life member upon payment of \$300.00; \$300 payable as a one-time payment or payable in installments over three years. The Lifetime membership application is to be completed upon first payment.

Honorary and Associate memberships shall have all the privileges and benefits of the Association and shall not pay dues. None of these members shall hold Board offices.

Any person, other than an alumnus, who has rendered outstanding service to the Wolmer's schools, the Alumni Association or the community, in the interest of the objectives of the Schools and the Association shall be eligible for Honorary Life membership. Any person, other than an alumnus, who has contributed to Wolmer's community and wants to be a member, can apply to be an Associate member of the Association. The Board may recommend individuals for Honorary membership whose acceptance must be voted on by the general membership. Refer to the guidelines for eligibility information.

ELIGIBILITY FOR MEMBERSHIP

Application for membership shall be made to the Director of Membership and must be accompanied by the prescribed annual dues.

RESIGNATION AND REMOVAL

Any member of the Association may give notice of his or her intention to resign from the Association. If such resignation is accepted, the ex-member shall be liable for all monies due the Association to the effective date of the accepted resignation.

Any Officer in the Association may give notice of his or her intention to resign from the Office. Any documents, checkbooks, bankcards or other items belonging to the association must also be immediately returned to the Association.

The Association reserves the right to remove from office any member whose performance is not in accordance with the aims and objectives of the Association. Removal of the officer will require a two-thirds (2/3) majority of the voting members present.

OFFICERS

Only Ordinary or Life members of the Association with voting rights shall qualify as Officers of the Association. Officers of the Association shall serve a one (1) year term in each instance. The President and Vice Presidents may serve a maximum of two (2) consecutive years in the same position. There will be no term limits for the other officers.

The Board shall consist of the seven (7) members listed below, plus the Immediate Past President, who shall not have a vote on the Board. Members of the Board except the Immediate Past President can be elected for any Board position annually.

Only current or previous Board members are eligible for the President's post except when fewer than three (3) current officers are available. The President and Vice Presidents (VPA and VPO) must not all be from the same school (Wolmer's Boys or Girls).

The Officers of the Association shall be:

Elected Officers

President (P)
Vice President of Administration (VPA)
Vice President of Operations (VPO)
Secretary (S)
Treasurer (T)
Director of Membership (DOM)
Director of Public Relations (DPR)

Non-Elected Officers

Immediate Past President (IPP)
Director of Elections (DOE)

FUNCTION OF OFFICERS

President

The President shall be responsible to the Association for its smooth and efficient operation.

1. The President shall schedule and preside over meetings of the Association.
2. The President shall establish Committees, appoint members to carry out various assignments on behalf of the Association and manage the overall operations of the Association.
3. The President or his/her nominee shall represent the Association at external meetings or functions.

Vice President of Administration

The Vice President of Administration shall substitute for the President when the President is not available, and will assist the President to plan and supervise all events of the Association. The VPA will assist the President in overseeing all non-financial operations of the association.

Vice President of Operations

The Vice President of Operations shall oversee the financial duties of the Association and, with the Treasurer, is responsible for:

1. Preparation of a balanced budget for the next Fiscal Year,
2. Overseeing collections and disbursements for any event in which the association incurs income or expenditure, and
3. Preparation of reports for each fundraising event held by the Association.
4. The Vice President of Operations shall substitute for the President in the event neither the President nor the Vice President of Administration is available.

Secretary

The Secretary shall be responsible for the minutes at Board and general meetings and all correspondence of the Association. The minutes should be made available to the Board members within fourteen (14) days after the conclusion of the meeting.

Treasurer

The Treasurer shall be responsible for the following activities:

1. Proper book-keeping of the funds and assets of the Association.
2. Preparation of Income Tax Returns for each year in office.
3. Keeping the Association informed of any new or amended regulations under which the Association is chartered by the Federal, State or City agencies.
4. The collection of dues.
5. The issuance of receipts and membership cards.
6. The filing of annual returns to the Department of State.
7. The supervision of collections and payments for any event held by the Association.
8. Updating the tax exempt status of the Association with the Department of the Treasury and ensuring that all purchases utilize this tax exempt status.
9. Compiling and submission of monthly reports.
10. Ensure that all funds collected for the Association are deposited into the Association's bank account and that no cash from sale proceeds is used to pay any bills.

Director of Public Relations

The Director of Public Relations (DPR) develops and executes strategies to create and uphold a positive public image of the Association. The DPR is responsible for making sure that our members, alumni, and the community are aware of any upcoming events and activities, for example the Gala and Walkathon. The DPR shall do this by:

1. Producing and distributing mass communication with email blasts and marketing campaigns.
2. Developing and managing a comprehensive database of sponsors and donors.
3. Maximizing WAASF's presence on various media (e.g. online, TV/Radio, and social media).
4. Cultivating and maintaining relationships with media and influential professionals.
5. Arranging interviews and press releases to promote WAASF and its activities and events.
6. Publishing videos and photographs on the WAASF's website and other media.
7. Compiling and presenting a monthly Public Relations report at the Association's meetings.

Director of Membership

The Director of Membership (DOM) shall oversee all aspects of developing, strengthening, and maintaining the membership network of the Association, including use of social media and website content.

1. The Director of Membership shall develop and implement membership plans that will assure retention of current members and attract new members.
2. The Director of Membership shall maintain the membership database, call the roll when required, and ensure that the information is kept up-to-date and accurate.
3. Compile and present a monthly Membership report at the Association's meetings.

Immediate Past President

The Immediate Past President (IPP) is an advisory role to the currently elected President. It is a position that is not elected and that committee member has no voting rights on the Board. The only person eligible for this position is the person who was the previously elected President.

Director of Elections

The Director of Elections (DOE) is a temporary position appointed by the Board that is created to conduct and oversee the elections to be held at the Annual General Meeting or Extraordinary General Meeting called for that purpose.

It is a non-elected position that does not vote with the members of the Board. That individual cannot be one of the nominees for any Board position which is going to be voted on in the election which he/she is overseeing. That individual will coordinate information regarding the nominations, notices of elections, etcetera. The Director of Elections may select any other member of the Association not currently running for office to assist with the election process.

BOARD

The affairs of the Association shall be directed by the Board. All officers of the Association shall form the Board, in addition to the powers hereinafter specifically conferred upon it, shall have the power to engage, control and dismiss employees of the Association and shall have all such administrative and disciplinary powers, as may be necessary, for properly carrying out the objectives of the Association, in accordance with the Bylaws.

ELECTIONS OF OFFICERS

Whenever a vacancy arises or at the Annual General Meeting, new officers will be elected by the members of the Association. Members must be in good standing in the Association and must be nominated and seconded in order to qualify. All nominees should have attended at least three (3) meetings in the current year. Nominees for Treasurer should have been a member for at least six (6) months.

Holding offices will be extended to applicants who are members of society who have not been convicted of a felony. Nominees for positions involving the handling of the Association's funds will be subject to a background check for financial crimes. Members who have been nominated will be required to notify the Director of Elections in writing within twelve (12) days of the election confirming that they are willing to accept the nomination and the position. Electronic mail shall be acceptable for notification in writing.

Notices of nominations must be submitted to the Director of Elections fifteen (15) days prior to the election. The Director of Elections will provide in writing the names of those nominated to all the members along with a ballot form at least ten (10) days before the meeting where the election will be conducted.

Members who are unable to attend will be able to vote by absentee ballot. The absentee ballot must be received by the Director of Elections via US Mail, electronic mail (from the registered address of the member), or hand delivery at least two (2) days before the meeting to qualify.

Absentee ballots must include the name and signature of the person submitting the ballot and should only be opened and counted at the next General Meeting following the Annual General Meeting or Extraordinary General Meeting. The election of Officers of the Association will also occur at that meeting.

Members present at the Annual General Meeting or Extraordinary General Meeting held for the election of officers will be allowed to vote by secret ballot. The member receiving the highest number of votes will be declared the winner. In the event of a tie, the members present will be asked to vote in a runoff election to determine the winner. If the runoff produces yet another tie, the winner will be determined by coin-toss.

ASSETS AND FUNDS OF THE ASSOCIATION

The assets and control of the funds of the Association shall be vested in the Board. The assets and funds shall be deposited in any bank approved by the President, Vice Presidents, and Treasurer, in the name of the Wolmer's Alumni Association, Inc., South Florida Chapter.

Signers on the account shall include the President, the Vice Presidents, and the Treasurer. Payments may be made on the signature of the Treasurer and one of the other three. Bank and business accounts (e.g., SunBiz) must be updated within 30 days after changes in officers to reflect those who accept signature authority.

No unilateral financial commitments and payments above \$250 are allowed by any individual member of the Association. All financial commitments and payments must be approved at a general membership meeting by a majority vote of the members present. In between general meetings, the Board can authorize commitments and payments up to \$250.

All contracts are to be signed by the President or designee of the President. The President will be the repository for all contracts.

Bank Cards shall be issued in the names of the President and Treasurer and shall only be used for approved expenses.

All payments for the Association must be made by check or bank card. Bank card payments should only be made when checks are not available or not acceptable form of payment.

All transactions must be made on the Association's accounts. If a purchase is made on behalf of the Association, reimbursement will be made upon the submission of a voucher or receipt.

The Association's tax exempt status must be utilized when making any purchases, if that option is available. An internal audit of fiscal year shall be made before the change of administration.

DISSOLUTION

The Association can only be dissolved by a quorum and a super majority (2/3) vote, including absentee ballots, of the membership at an Extraordinary General Meeting called for that purpose. In the event of dissolution, all assets should be sold to settle any outstanding debts. If there are no debts outstanding, the proceeds from the sale of such assets will be enjoined to the finances of the organization and forwarded to the Trustees of the Wolmer's Trust for the benefit of the Wolmer's schools.

MEETINGS

There will be a regular monthly meeting of the full membership of the Association on the last weekend of each month, unless otherwise decided by the Board. In-person meetings will be quarterly while others may be via teleconference as needed. The quorum to conduct the business of the Association will be eight (8) active members.

Board meetings shall be convened by the President monthly via teleconference. Detailed reports from officers must be submitted as applicable. The Secretary or the President shall give seven (7) days clear notice to each member.

The President may call an emergency meeting of the Committee at any time deemed necessary and for which three (3) days' notice shall be given. Members of the Board may participate in person or via telephone or web conference.

In the event that a member of the Board is not able to attend in person or participate via conference line in three (3) consecutive Board and/or General Membership meetings during the fiscal year, the President shall be allowed to request the resignation of that Officer from the Board, except in the case of illness.

The Annual General Meeting shall be held on any weekend within thirty (30) days after the close of the fiscal year. The quorum for the Annual General Meeting shall be at least twenty-five percent (25%) of the voting members. The purpose of this meeting will be to:

1. Receive from the President a report of the year under review;
2. Receive from the Treasurer a Statement of the Accounts of the Association for the Fiscal Year ended;
3. Review, discuss, and approve any amendments to the By-Laws.
4. Decide on any motion which has been submitted to the meeting.

Sixty (60) clear days' notice shall be given by the Secretary, in writing, to each member to schedule an Annual General Meeting.

An Extraordinary General Meeting shall be called by the Secretary, at the direction of the President, or on the written directions of any twenty (20) active members; such communication shall state the purposes for which the meeting is required. Seven (7) days' notice in writing shall be given to the general membership. No other business than that stated in the notice shall be transacted at such a meeting.

Each meeting has a time limit of ninety (90) minutes, which may be extended with a majority vote of members present. A member of the Board shall be the timekeeper.

It is the responsibility of the outgoing officers to hand over all documentation relative to their offices to the incoming officers.

DUES

Association dues are payable on the first day of the fiscal year, which begins July 1st and ends on June 30th the following year.

The annual dues of the Association shall be, payable upon application of membership. Thereafter, dues for all members are payable at the Annual General Meeting. Any member, who joins within the last quarter of the fiscal year, will have their dues applied to the following fiscal year. Honorary members and Associate members shall not be required to pay dues.

Any member whose dues have not been paid for the current fiscal year will be considered inactive and shall be excluded from voting by the Director of Elections. A member is in arrears if no payment is made by December 31 of each year. Voting rights will be reinstated when such member pays their dues. A list of active members will be attached to the Financial Report presented at each general meeting.

DISCIPLINE

The Association reserves the right to dismiss any member whose action is not in accordance with the aims and objectives of the Association. Verbal, physical or emotional abuse shall be grounds for immediate dismissal. Dismissal of the member will require a simple majority of the voting members. Any documents, checkbooks, bankcards or other items belonging to the association must also be immediately returned to an Officer in the Association.

Cases of misconduct by any member likely to discredit or dishonor the Association, shall be brought to the attention of the Board, in writing. Any member who is the subject of a complaint will be sent a Statement of Charges against and must be allowed to respond to a Disciplinary Committee. Cases shall be dealt with by the Committee which shall have the power to exclude such persons from membership.

AMENDMENTS AND ALTERATIONS

No alterations, amendments or additions shall be made to these rules except at an Annual General Meeting or Extraordinary General Meeting of the Association, nor shall same be effective except passed by two-thirds (2/3) of the members present.

Any such proposed alterations, amendments or additions shall be forwarded to the Secretary, in writing, at least fourteen (14) days before such meeting. Sixty (60) days' notice shall be given to the membership for the meeting called for this purpose.

ACCEPTED AND EXECUTED BY:

President

Date

Secretary

Date