



*LaGrange-Keystone  
Alumni*

## **Bylaws**

### **TABLE OF CONTENTS**

#### **ARTICLE I: PURPOSE**

- 1.1 NAME, OBJECTIVE, AND MISSION STATEMENT
- 1.2 STANDING
- 1.3 PROHIBITED ACTIVITIES

#### **ARTICLE II: GOVERNMENT**

- 2.1 BOARD OF DIRECTORS
- 2.2 BOARD POSITION DESCRIPTIONS
- 2.3 MEETING OF BOARD MEMBERS
- 2.4 VOTING
- 2.5 COMMITTEES

#### **ARTICLE III: FISCAL MANAGEMENT**

- 3.1 BOOKS AND RECORDS
- 3.2 AUTHORITY TO BIND ORGANIZATION
- 3.3 ALLOCATION OF FUNDS
- 3.4 DEPOSITS
- 3.5 CONFLICT OF INTEREST
- 3.6 INDEMNITY
- 3.7 EXAMINATION

#### **ARTICLE IV: AMENDMENTS**

- 4.1 AMENDMENTS

#### **ARTICLE V: DISSOLUTION**

- 5.1 DISSOLUTION

## **ARTICLE I: PURPOSE**

### **1.1 NAME, OBJECTIVE, AND MISSION STATEMENT**

The name of this organization is the LaGrange-Keystone Alumni Association (hereinafter 'LKAA')

The objective of the LKAA is to provide scholarships to graduating seniors from Keystone High School.

**Mission Statement:** To be a consistent positive influence in the Keystone School District, providing scholarship money for the continuing education of qualified, graduating seniors of Keystone High School and promoting support for Alumni activities.

### **1.2 STANDING**

LKAA is, and will at all times be, a non-profit, community service organization under the bylaws and policies of the LKAA until such time as LKAA terminates, or in any way ceases to function as LKAA.

LKAA is organized exclusively for charitable purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code

### **1.3 PROHIBITED ACTIVITIES**

Notwithstanding any other provision of these Bylaws, LKAA shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income tax as an organization described in Section 501 (c) (3) of the Internal Revenue Code.

LKAA shall comply with all applicable laws, rules, and regulations governing its existence.

## **ARTICLE II: GOVERNMENT**

### **2.1 BOARD OF DIRECTORS**

The government of the LKAA shall be under the supervision of the Board of Directors. The LKAA Board of Directors shall serve the general membership of the LKAA, which consists of alumni of LaGrange High School and Keystone High School.

The Board of Directors may engage in such acts and do such things as are not prohibited by law, or these Bylaws.

No compensation shall be paid to the Board Members for their services to the LKAA; however, Board Members may be reimbursed for actual expenses incurred by them in the performance of their duties, upon submission of supporting documentation of expense incurred, and upon approval from a majority of the Board.

For any rules not outlined in these Bylaws, decisions will be made by a majority vote of the Board Members.

## 2.2 BOARD POSITION DESCRIPTIONS

The LKAA Board of Directors shall consist of the following positions:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Assistant Treasurer

Summary description of position of President:

- Performs the lead role in ensuring the goals and objectives of the LKAA are met
- Works with Board Members and Committees, in collaboration, to meet the goals and objectives of the LKAA
- Maintains a presence in the school district and community, to promote LKAA and its objectives
- Develops and distributes agendas for Board and Committee meetings

Summary description of position of Vice-President:

- Provides support to the President in ensuring goals and objectives of the LKAA are met
- In the absence of the President, i.e., a short-term absence due to illness, injury, or family emergency, the Vice-President ensures that the LKAA continues to function, and performs the responsibilities of the President, as needed, temporarily

Summary description of position of Secretary:

- Drafts minutes from all Board Member and Committee meetings, and any other meetings, as related to functions, goals, and objectives of the LKAA
- Maintains records of meetings and activities of LKAA, including but not limited to Board meetings, Committee meetings, banquet activities, and other functions of the LKAA

Summary description of position of Treasurer, with authorization to perform the following:

- Makes deposits, within 3 business days of receipt of funds
- Pays invoices for approved expenses incurred, as related to functions and activities of the LKAA
- Maintains accounting records for the LKAA
- Provides financial reports to the Board Members and Committee members at meetings
- Opens bank accounts for the LKAA funds
- Closes bank accounts for the LKAA funds, as required from time to time, due to bank mergers and/or closures, etc., for example
- Files required IRS tax documents
- Updates address, contact information, and other required information for financial accounts for the LKAA, as required by financial institutions and governing agencies

Summary description of the position of Assistant Treasurer:

- Supports the Treasurer, as needed

- In the absence of the Treasurer, i.e., a short-term absence due to illness, injury, or family emergency, the Assistant Treasurer ensures that the accounting functions of the LKAA are being performed, as needed, temporarily

The Board may agree, in accordance with its voting procedures set forth in Article 2.4 of these Bylaws, to add additional seats as necessary or to fill vacancies.

### 2.3 MEETINGS OF BOARD MEMBERS

The LKAA Board of Directors shall meet periodically (at least 3 times per year) to discuss any and all issues at hand as related to the LKAA. The President will initiate the scheduling of the Board Meetings, after confirming Board Members availability. Attendance by the Board Members at these periodic meetings is mandatory, and failure to attend without prior approval from a majority of the Board Members is cause for a termination vote by the Board Members.

The issues at hand shall dictate all board meetings. Board members are free to express opinions on issues intended to govern any aspect of the LKAA as deemed necessary. The meetings shall have, but are not limited to, the LKAA following topics:

- Banquet planning
- Homecoming/Alumni Football Event
- Future fundraisers
- Promotions

### 2.4 VOTING

The Board of Directors shall vote on all proposed action to be taken on behalf of the LKAA. A majority vote is required for the Board of Directors to approve any proposed action to be taken on behalf of the LKAA.

Any Board Member has the right to bring a motion for specific action or resolution. The motion shall be added to the agenda for the next board meeting following the motion. A motion may be brought during a board meeting along with a request for an immediate vote, which following discussion of the motion shall be conducted at the discretion of the President. The Board Members may agree to table the vote for the next board meeting.

For actions deemed urgent by the movant as confirmed by the President to which a vote cannot wait for the next scheduled board meeting, voting is permitted to take place via Written Action. When a proposed action is called for a vote via Written Action, each Board Member shall submit his or her vote to the President in writing, which includes but is not limited to email and text message.

### 2.5 COMMITTEES

The Board of Directors may establish committees having authority of the Board in the management of the business of the LKAA. Committees are subject at all times to the direction and control of the Board.

The committee must consist of one or more people. Committee members need not be a member of the Board.

## **ARTICLE III: FISCAL MANAGEMENT**

### **3.1 BOOKS AND RECORDS**

Books and records of the LKAA shall be kept under the direction of the LKAA Treasurer. The Treasurer shall provide a report as to the finances of the LKAA at each Board Meeting.

### **3.2 AUTHORITY TO BIND ORGANIZATION**

All Board Members are authorized to enter into any contract, or execute and deliver any instrument in the name of and on behalf of the LKAA, for their area of responsibility, as summarized in Section 2.2 of these bylaws, once approval has been obtained by the Board of Directors, following voting procedures set forth in Article 2.4 of these bylaws.

### **3.3 ALLOCATION OF FUNDS**

Scholarship funds and operating funds are raised by the solicitation of Program advertising and donations from local businesses, to be included in the annual LaGrange-Keystone Alumni Banquet program and/or LKAA website. Additional funds are acquired through ticket sales for the annual banquet, contributions from the Alumni and Attendees and any other fund-raising project the Board of Directors deem necessary to insure the continuation of the LKAA.

### **3.4 DEPOSITS**

All funds of the LKAA not otherwise employed shall be deposited by the Treasurer within 3 business days of receipt, to the credit of the LKAA's current depository.

The Treasurer has the authority to withdraw funds from the LKAA depository account as needed for the function of the organization, which includes but is not limited to the operation of the individual committees, or as otherwise approved by the Board of Directors.

### **3.5 CONFLICT OF INTEREST**

The Board shall not enter into any contract or transaction with one or more of its Board Members, or an organization in which a Board Member is also an officer, or otherwise has a material interest in, unless the interest is disclosed or known to the Board of Directors.

The interested Board Member shall not participate in the vote of the Board of Directors to ratify the proposed action to which there is a conflict of interest with a Board Member. The interested Board Member may be present at the vote to answer questions; but must leave the room when the vote is taken.

### **3.6 INDEMNITY**

The LKAA shall hold harmless any Board Member from any suit, damage, claim, judgment, or liability arising out of the conduct of such person in his or her capacity as a Board Member, except in cases involving willful misconduct.

### **3.7 EXAMINATION**

Every Board Member, either personally or through an agent or attorney shall have the right to examine all books and records of the LKAA at any reasonable time, and with advance notice, and at a place mutually agreed to.

## ARTICLE IV: AMENDMENTS

### 4.1 AMENDMENTS

The Board of Directors shall have the authority to amend these Bylaws. Such amendment shall require approval of the Board of Directors obtained through the voting process set forth in Article 2.4 of these Bylaws.

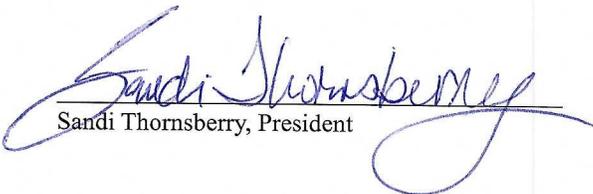
Other than the name of the organization, Article I of these Bylaws cannot be amended.

## ARTICLE V: DISSOLUTION

### 5.1 DISSOLUTION

Dissolution of the LKAA must be voted on by the Board of Directors in accordance with the voting procedures set forth in Article 2.4 of these Bylaws. Upon reaching an agreement to dissolve the organization and after paying or adequately providing for the debts and obligations of the organization, any remaining assets shall be donated to the Keystone Educational Endowment Program (KEEP).

THESE BYLAWS ARE HEREBY ADOPTED ON THIS 16<sup>th</sup> DAY OF January, 2026 BY THE LAGRANGE-KEYSTONE ALUMNI ASSOCIATION BOARD OF DIRECTORS.

  
Sandi Thornsberry, President

  
Amy Fitzgerald, Vice President

  
Gay Marker, Treasurer

  
Kim Jorgensen, Secretary

  
Julie Davis, Assistant Treasurer