



CONSTITUTION OF THE ARDENNE ALUMNI ASSOCIATION

ARTICLE I – NAME

1.01 The name of the Association shall be Ardenne Alumni Association (AAA).

ARTICLE II – AIMS AND OBJECTIVES

The Aims and Objectives of the Association shall be:

- 2.01** To promote, improve, advance and enrich the academic, cultural, philosophical, social and physical development of Ardenne High School.
- 2.02** To form a bond between the institution (its students, teachers, administrators, board of governors and other stakeholders) and past students in Jamaica and abroad.
- 2.03** To provide opportunities and facilities for fellowship between Ardenne past students, their families and friends of Ardenne wherever they are located.
- 2.04** To achieve all of the above through the conception, implementation and careful supervision of social, fund raising and other projects in a manner that does not violate the creed of Ardenne High School or bring into disrepute the name of the institution.

Each of these objectives shall be considered separately and shall not be dependent on each other.

ARTICLE III – MEMBERSHIP CLASSES AND ELIGIBILITY

3.01 Regular Member: Regular membership shall be open to all past students who attended Ardenne High or Ardenne Extension School for a minimum of two years and to foreign based groups duly accepted as chapters pursuant to Article VIII. Regular membership status will be duly conferred upon individuals upon submission of a formal application for membership to an elected officer of the Association and payment of the annual subscription as prescribed by Article IX Subsection 9.01. Regular membership will be conferred upon foreign based groups in accordance with the provisions of Article VIII.

- 3.02 Associate Member:** The Executive Committee may co-opt as an Associate Member any person falling under the following categories: past students who attended Ardenne High or Ardenne Extension School, relatives of members of the Association, members of special interest groups, and current members of staff.
- 3.03 Honorary Member:** The Executive Committee may by unanimous vote select as an Honorary Member any person who now or in the past has been closely associated with Ardenne in an Administrative or philanthropic role.
- 3.04** Associate and Honorary Members may not hold elected office, vote, or in any way seek to unreasonably dictate Association policies.
- 3.05 Sub-committee Member:** Membership on sub-committees shall be open to all members in good standing and shall be on appointment by the President, the Executive Committee or the chair of the sub-committee. Membership on a sub-committee shall be for the duration of the assigned task.
- 3.06 Executive Committee Member:** Elected officers of the Association and a duly authorized representative of each Chapter of the Association shall be members of the Executive Committee. Membership on the Executive Committee shall run concurrently and be of the same duration as the official tenure of the office holder.

ARTICLE IV – OFFICERS, THEIR DUTIES AND POWERS

The Executive Committee shall have the following duties and powers:

- 4.01** The **President** or his appointee shall preside at meetings of the Executive Committee and Association;
- Shall have power to create special committees from time to time and to determine the membership of such committees;
- Shall have power to fill any vacancies on any committee and to appoint acting officers where qualified members do not stand for election.
- 4.02** In the absence of the President, the **Vice President** shall assume the duties, responsibilities and authority of the office.
- 4.03** The **Executive Secretary** shall record the minutes of the Executive Committee, and General Meetings;
- Shall perform such other record-keeping and ancillary functions as outlined by the Executive Committee.

4.04 The **Corresponding Secretary** shall have responsibility for correspondence with the Association membership and outside constitution.

Shall assume the duties of the Executive Secretary in the absence of the holder of that office.

4.05 The **Membership Coordinator** shall maintain the Association membership files.

4.06 The **Special Activities Co-coordinator** shall advise the Executive Committee on plans for the Association's social, civic and fund-raising activities and shall execute approved plans to meet stated objectives.

4.07 The **Public Relations Officer** shall advise the Executive Committee on plans to promote and publicize the activities of the Association;

Shall prepare promotional materials and arrange press releases in support of specific activities pursued by the Association.

4.08 The **Financial Officer** shall keep full and accurate records of all receipts and disbursements in books belonging to the Association;

Shall deposit all monies and cheques in the name of an to the credit of the Association in such depositories as may be designated by the Executive Committee;

Shall upon request by the Executive Committee prepare a written report and/or make a verbal report of all transactions and the financial condition of the Association.

4.09 The **Chapter Representative** shall represent the views of his or her chapter and vote on its behalf.

4.10 The **Executive Committee** shall have overall responsibility for the routine management of the Association's affairs and shall have the following powers to promote the objects of the Association provided that the Executive Committee complies with all relevant laws and consents are obtained where necessary:

- i. Power to invite and receive contributions.
- ii. Power to raise funds.
- iii. Power to set any membership subscription
- iv. Power to buy, take on, lease or exchange any property, and power to maintain and equip the property for use.
- v. Power to sell, lease or dispose of all or any part of the Association's property.
- vi. Power to borrow money and to charge all or any part of the charity's property with repayment of the borrowed money.
- vii. Power to employ staff as necessary for promoting the objects, and power to make all reasonable and necessary arrangements for the payment of staff.

- viii. Power to cooperate with other organizations, voluntary bodies and statutory authorities who have identical or similar objects, and to exchange information and advice with them.
 - ix. Power to establish or support any charitable trusts, associations or institutions to achieve all or any of the objects.
 - x. Power to establish any advisory or other sub-committees necessary.
 - xi. Power to do all other things necessary for the achievement of the objects.
 - xii. Power to veto the decisions of all sub-committees.
- 4.11** The Executive Committee shall be the only body authorized to speak officially on the Association's business;
- 4.12** The Executive Committee shall carry out its functions and exercise its powers based on parliamentary democratic principles and practices.
- 4.13** All the Executive Committee members will retire from office together at the end of the second Annual General Meeting after they came into office. They may be re-elected or re-appointed.
- 4.14** The proceedings of the Executive Committee are not invalidated by any vacancy in the Executive Committee, any failure to appoint a member or any defect in the appointment or qualification of a member.
- 4.15** No person is allowed to act as an Executive Committee member until after they have signed the Executive Committee's Minute Book declaring that they accept the Association's objects and will act toward achieving them and will carry out the functions of their individual office.
- 4.16** A member of the Executive Committee can be repaid for any reasonable out-of-pocket expenses incurred on behalf of the Association.
- 4.17** Any members of the Executive Committee may charge and be paid for professional, trade or other services provided by them or their firms when instructed by the other members of the Executive Committee. At no time must a majority of the Executive Committee members benefit under this provision. Members of the Executive Committee must withdraw from any meeting discussing their own instruction or remuneration, or that of their firms.

ARTICLE V – ELECTIONS

- 5.01** Elections for all offices of the Association shall be held once every two calendar years at the Annual General Meeting (AGM).
- 5.02** Nomination of candidates shall be proposed and seconded only by members in good standing.

- 5.03 Nominations for officers of the Association may be made in writing, prior to the Annual General Meeting or from the floor of the meeting.
- 5.04 Only members in good standing shall be eligible for election to offices of the Association.
- 5.05 Retiring officers shall be eligible for re-election.
- 5.06 Voting shall be by secret ballot.
- 5.07 Where there is a tie in votes between contestants for the same office, a run-off election shall follow.
- 5.08 All members in good standing and present in person at the AGM shall have one vote.

ARTICLE VI – MEETINGS

The Association shall carry out the conduct of its business through the following meetings:

- 6.01 **Annual General Meetings** (AGMs) shall be held on the second Tuesday in September each year or as soon as possible thereafter for the purpose of holding elections, presentation of the annual financial report, progress reports by officers, “State of the Association” addressed by the President. Every annual general meeting will be arranged by the Executive Committee. The Secretary must notify the members of the Association at least 21 days before the meeting. At least 51% of the regular members of the Association must be present at any Annual General Meeting for it to be valid. In the event that a quorum is not present at the time scheduled for the meeting, the meeting shall stand adjourned to the same day of the following week or as otherwise decided by those present and the members present at the adjourned meeting the following week may elect a new Executive.
- 6.02 There shall be three (3) **General Meetings** per year. The Secretary or an executive member in his/her absence, or another person specially appointed by the Executive Committee, shall keep a full record of proceedings at every general meeting of the Association. At least 20 of the current members of the Association must be present at any general meeting for it to be valid.
- 6.03 A **Special General Meeting** may be called by the President or by the Executive Committee or upon requisition in writing by 51% of the members with voting privileges. Notice of the matters to be discussed must be served at least 21 days before the meeting.
- 6.04 **Executive Committee Meetings** shall be held a minimum of once every sixty (60) days and as often in between as determined to be necessary by the said Committee. If the President and Vice President are absent, the attending members of the Executive

Committee will choose one member to be chair of the meeting before any other business is done. At least 3 Executive Committee members must be present for a meeting to be valid.

6.05 Except as otherwise specifically prescribed, every matter at Annual General Meetings, General Meetings, Special General Meetings, Sub-committee meetings and any other Association meetings will be decided by a majority of vote of the attending members. In the case of equality of votes, the chair of the meeting will have a second or casting vote. The Secretary or, in the absence of the Secretary, a member to whom the function has been delegated, will keep minutes, in books kept for the purpose, of all meetings. The Executive Committee may, from time to time, make and change rules for the conduct of the Association's business, the summoning and conduct of meetings, and the custody of documents. No rule may be inconsistent with this amended constitution. The Executive Committee may appoint sub-committees to make any inquiry, or to supervise or perform any function or duty which would be more conveniently carried out by a sub-committee. All acts and proceedings of any such sub-committees will be fully and promptly reported to the Executive Committee.

6.06 Sub-committee Project Meetings shall be held as are considered necessary by chairpersons of respective subcommittees in order to achieve the established objectives of the sub-committee within the give time-frame.

6.07 Except as otherwise specifically prescribed, notice of all meetings and agenda shall be distributed at least seven (7) days in advance, to respective members;

The Executive Committee may be called into emergency session with 48 hours notice;

Notice of the AGM shall be distributed in writing.

ARTICLE VII – RESIGNATION FROM OFFICE AND TERMINATION OF MEMBERSHIP

7.01 An Executive Committee member may resign his/her office by giving one (1) calendar month notice in writing to the President.

7.02 An Executive Committee member will no longer be a member of the Executive Committee if he or she:

- i. Becomes incapable, by reason of mental disorder, illness or injury, of managing the affairs of office;
- ii. Is absent without permission from 3 consecutive Executive Committee meetings and the Executive Committee resolves that his or her office be vacated;
- iii. Or notifies the Executive Committee that he or she wishes to resign (but only if at least five members of the Executive Committee will remain in office when the resignation takes effect).

- 7.03** A project member may resign his/her office by giving 15 days' notice in writing to the Task Force Chairperson.
- 7.04** The Executive Committee by unanimous decision shall have the power to terminate the individual personal membership, tenure in office or voting privileges of any member of the Association due to neglect of duties or actions judged injurious to the Association or Ardenne High School. The individual member shall have the right to be heard by the Executive Committee before a final decision is made.

ARTICLE VIII – CHAPTER STATUS

- 8.01** The Association will be the official body representing Ardenne past students.
- 8.02** Foreign based groups of past students shall be eligible for membership in the Association if they are interested in promoting the objects, have paid the Association's annual subscription and have submitted a formal application in writing..
- 8.03** Upon acceptance of its formal application, a foreign based group shall become a chapter of the Association and shall adopt the name of the association appended by the appropriate city designation.
- 8.04** Each Chapter shall appoint an individual to represent it and to vote for it at Executive Committee meetings and general meetings of the Association.
- 8.05** Each Chapter must give the Secretary the name of its representative.
- 8.06** The executive committee can end the membership of a Chapter only if 75% of the Executive Committee members agree that the membership should be ended and the Chapter through its representative is given the right to be heard by the Executive Committee. The decision of the Executive Committee must be ratified by a 75% majority vote of the Annual General Meeting before it is final.
- 8.07** Foreign chapters shall adopt the logo of the Association.
- 8.08** There shall be a meeting of the Presidents of the Association and its Chapters every year. The location, time and place of the meeting shall be scheduled by the Association after consultation with the Chapters. The purpose of the Presidents' meetings shall be to discuss matters pertaining to the Association and the school and coordinate projects and fund raising activities with the aim of utilizing resources more efficiently and increasing collaboration between alumni in Jamaica and overseas.
- 8.09** The Association and its Chapters shall notify each other of all fundraisers and major activities being undertaken and shall share minutes of meetings and records of accounts in a timely manner.

8.10 Chapters shall elect officers, maintain administrative structures and conduct their business in accordance with the provisions of this amended constitution including accounting provisions and with reference to the strategic aims and objectives of the Association.

ARTICLE IX – SUBSCRIPTION FEES

9.01 Annual membership fees for regular individual members shall be determined by the Executive Committee and officially announced at the AGM.

9.02 Annual chapter fees shall be determined by the Executive Committee upon consultation with the chapters.

9.03 Subscriptions shall become payable on application for membership and at each AGM thereafter. Members failing to pay subscriptions within ninety (90) working days of it becoming due will be deemed not in good standing. A lapse of two years can be cause for loss of membership.

9.04 The Financial Officer will send out notice of overdue subscriptions to delinquent members.

ARTICLE X – ASSISTANCE CRITERIA

10.01 The aim of the Association’s assistance to Ardenne High School shall be to enrich, not provide, the institution’s basic programme.

10.02 Requests and recommendations for assistance to Ardenne High School, its projects, programmes or students will ordinarily emanate from the Association’s members or from the school’s administration with the endorsement of the Principal.

10.03 The decision to assist shall rest entirely with the Association.

ARTICLE XI – FINANCE

11.01 The funds of the Association shall be devoted to its maintenance and the carrying out of its objectives.

11.02 Signatures to cheques, invoices or other orders for the payment of money, notes or other evidence of indebtedness issued, accepted or endorsed in the name of the Association shall be with the expressed knowledge and agreement of the Executive Committee.

11.03 All funds of the Association shall be deposited to the credit of the Association in a financial institution as directed by the Executive Committee.

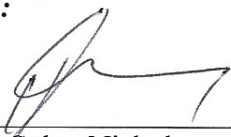
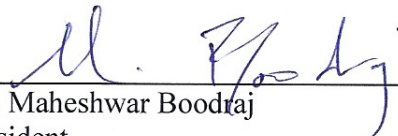
- 11.04** Debits to the Association's account shall be made over the signature of the President and one other member of the Executive Committee.
- 11.05** The Executive Committee shall follow standard accounting practices with regard to keeping the Association's accounting records, preparing the Association's annual statements of account, auditing or independent examination of the Association's statements of account, and disclosing the Association's statements of account to each General Meeting.
- 11.06** The Executive Committee shall make the accounting records including all books and statements of accounts available for inspection by members upon reasonable notice.
- 11.07** Should the dissolution of the Association become necessary, all assets of the Association, after liabilities are settled, shall be transferred to Ardenne High School.

COMMENCEMENT

With the exception of Articles, sections and sub-sections that pertain to foreign-based groups and chapters, this amended constitution is adopted by the Association on the 14th day of September 2010 following ratification by at least two-thirds of the members present and voting at the Annual General Meeting of the Association and shall come into force immediately thereafter.

This amended constitution in its entirety, including Articles, sections and sub-sections that pertain to foreign-based groups and chapters, shall be subject to ratification by the Toronto, Florida, Washington and New York Chapters of the Association in accordance with the provisions of their respective charters and constitutions and shall be binding on the respective chapter and come into operation immediately following ratification.

This amended constitution may be altered by a resolution passed by at least two-thirds of the members present and voting at a general meeting of which at least 21 days notice has been given. The notice of the general meeting must include the terms of the proposed alteration.

<p>Prepared by:</p>  <hr/> <p>Mrs. Helene Coley-Nicholson Advisor Ardenne Alumni Association</p> <p>Date:</p> <p><u>14 September 2010</u></p>	<p>Adopted by:</p>  <hr/> <p>Mr. Maheshwar Boodraj President Ardenne Alumni Association</p> <p>Date:</p> <p><u>SEP. 14, 2010</u></p>
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****Hard copy to be kept in the Alumni Office.***

VOTES FROM THE ANNUAL GENERAL MEETING ON SEPTEMBER 14, 2010.

 <p>JANELLE (Yes) REVISED CONSTITUTION BATCHAN</p>	<p>MAAESAWAR BODDEAT YES!</p>	<p>Sheana Reid (YES)</p>
<p>Karelle DeBorwick yes</p>	<p>MARAO SMITH For (YES)</p>	<p>CLYDE LAWRENCE YES</p>
<p>Carlene Carty-Johnson YES-IN FAVOUR</p>	<p>DEAN BURROWS YES</p>	<p>Gareth Burrows YES.</p>
<p>GRACE GORDON yes.</p>	<p>Ramon Karim Parchment Yes</p>	<p>ANDREA CHIN-SCOTT VOTE : YES</p>
<p>CLASS OF '88 AINSWORTH REID YES</p>	<p>Julie-Ann Barnaby yes</p>	<p>Marcia D. Sarju-Brown "YES"</p>
<p>STANLEY G. SMELLIE YES</p>	<p>JOHN Ricketts YES</p>	<p>Gaeth Barnett yes</p>
<p>yes</p>	<p>REV. DR. VENICE GUNTLEY MCKENZIE YES</p>	<p>DwAYNE MITCHELL YES</p>
<p>YES</p>	<p>Kimani BROWN NO</p>	<p>NO</p>
<p>Mervin E. Chisholm YES</p>		