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TITLE: Key School Alumni Association Bylaws

Article I: Name, Authorization, and Purpose

Section 1: Name
The name of this association shall be the Key School Alumni Association, hereinafter referred to as the "Association."

Section 2: Authorization
The Association exists at the authorization and pleasure of the Board of Directors of the Key School and Training Center, hereinafter referred to as the "Key School," and shall be considered a committee of the Key School under the Key School Bylaws. The Association shall operate under these committee rules, hereinafter referred to as "Association Bylaws," currently adopted and in force with the approval of the Key School Board of Directors.

Section 3: Purpose
The purpose of the Association is to foster a sense of community among Alumni, former students, former staff, and friends of Key School; promote networking opportunities, support the school's mission and initiatives; and engage in activities that benefit both the alumni and the school.

Article II: Membership

Section 1: Eligibility
Membership in the Association shall be open to all individuals who have graduated from the Key School (hereinafter referred to as "Alumni"), former students of the Key School and Key Summer Program, former faculty and staff members, and parents of Alumni and former students. The Association may grant honorary membership to anyone who has made a significant contribution to the school.

Section 2: Rights and Responsibilities
All members shall have the right to participate in Association meetings and activities, vote on matters requiring a vote, and serve on subcommittees. Members are expected to fulfill their responsibilities, which include attending meetings, actively contributing to discussions, and supporting the goals of the Association.

Article III: Association Structure

Section 1: Management
The Association will be governed by an Executive Board, hereinafter referred to as the "Association Executive Board." The Association Executive Board may implement and exercise all powers of the Association.

Section 2: Officers
a) Composition: The Association shall consist of the following officers who will serve as the Executive Board: Chairperson, Vice-Chairperson, Secretary, and Treasurer. The Executive Director, Head of School, and Director of Advancement for the Key School shall be permanent ex-officio officers of the Association.

b) Term: Officers shall be elected by the members of the Association and will serve a term of two (2) years.

c) Resignation: A member of the Association Executive Board may resign at any time by delivering notice to the Chairperson. The resignation is effective when the notice is delivered unless a later effective date is specified.

d) Termination: A member of the Association Executive Board may be removed by a two-thirds vote of the voting Association Executive Board members in office or by the affirmative vote of the Key School Board of Directors.

e) Vacancy: All vacancies on the Association Executive Board shall be filled by the remaining members of the Association Executive Board with the approval of the Key School Board of Directors. The individual elected to a vacant officer position shall serve only for the unexpired balance of the term of such vacancy.

Section 3: Duties of Officers
a) Chairperson: The Chairperson shall preside over meetings, provide leadership to the Association, and represent the Association in external affairs.

b) Vice-Chairperson: The Vice-Chairperson shall assist the Chairperson in their duties and assume their responsibilities in their absence.

c) Secretary: The Secretary shall keep records of meetings, maintain membership lists, and handle correspondence on behalf of the Association.

d) Treasurer: The Treasurer shall manage the Association's finances, maintain financial records, and provide regular financial reports to the Association.

Section 4: Ex-Officio Officers
The following individuals shall be ex-officio members of the Association Executive Board with no power to vote on any matter coming before the Association Executive Board: the Key School Executive Director and a representative from the Key School Board of Directors.

Section 5: Election of Officers
a) Eligibility: Any member of the Association shall be eligible to be elected to the Association Executive Board, except those granted honorary membership status.

b) Nominations: Nominations for election to the Association Executive Board may be made by any member of the Association. All nominations shall be in writing and must

reach the Chairperson of the Association fifteen (15) days prior to the election. All persons nominated shall make known their consent to such election prior to the election.

c) Election: The election of Officers shall be determined by a plurality of the votes cast by the Alumni Members at the Annual Meeting, whereby each Alumni Member present may vote each Association Executive Board seat up for election.

Article IV: Meetings

Section 1: Annual Meeting
The Association will hold an Annual Meeting at a time and place determined by the Association Executive Board. Due written notice, by mail or electronic delivery, of such a meeting shall be given. The purpose of the meeting shall be for the election of the Officers of the Association and for voting on any other issues the Association Executive Board may wish to present to the Members.

Section 2: Special Meetings
Special meetings may be called by the Chairperson or upon the request of a majority of the Association members. Notice of such meetings shall be provided to all members in advance.

Section 3: Association Executive Board
The Association Executive Board shall hold regular meetings at least once every quarter. The exact schedule and location of these meetings shall be determined by the Association Executive Board.

Section 4: Quorum and Vote
a) Association Executive Board Meeting: The presence of a majority of the Association Executive Board members shall constitute a quorum for the transaction of business at any Association Executive Board meeting. The affirmative vote of a majority of the Association Executive Board members present at a meeting at which a quorum is present shall be an act of the Association Executive Board.

b) Association Membership Meeting: The presence of ten percent (10%) of members shall constitute a quorum for any regular or special meeting of the Association. The affirmative vote of a majority of the Association members present at a meeting at which a quorum is present shall be an act of the Association membership.

Section 5: Manner of Meeting
With appropriate advance notice, the Association Executive Board may permit any or all members (or Association Executive Board members for Association Executive Board meetings) to participate in or conduct a regular or special meeting through the use of any means of communication by which all participants may simultaneously hear each other during the meeting. A participant participating in a meeting by this means is deemed to be present at the meeting with respect to quorum and attendance.

Article V: Committees and Subcommittees

Section 1: Formation
The Association may establish committees or subcommittees as necessary to carry out specific tasks or projects. The Chairperson shall appoint the members of these committees, and their scope of work shall be defined.

Section 2: Reporting
Committees and subcommittees shall provide regular progress reports to the Association and seek approval for major decisions or actions.

Article VI: Amendments

Section 1: Proposal
Amendments to these Association Bylaws may be proposed by any member of the Association. Proposals should be submitted in writing to the Secretary.

Section 2: Approval
By a two-thirds (2/3) vote of the members present at a regularly scheduled meeting at which quorum is present, any amendments to these Bylaws may be proposed to the Key School Board of Directors. Amendments shall become effective following the approval of the Key School Board of Directors. Proposed amendments must be shared with the Association members at least two (2) weeks prior to the meeting.

Article VII: Dissolution
a) Dissolution: The Association may be dissolved either by (i) a two-thirds (2/3) vote of the members present at a regularly scheduled meeting at which quorum is present and the subsequent approval of the Key School Board of Directors or (ii) the majority vote of the Key School Board of Directors.

b) Effect of Dissolution: In the event of the dissolution of the Association, any remaining assets after the settlement of all outstanding obligations shall be transferred to Key School.

These Association Bylaws shall be effective upon approval by a majority vote of the Association members present at the meeting and approval of the Key School Board of Directors.

Approved this _____ day of _____, 20___.

Signature: _____
Printed Name: _____
Chairperson of the Key School Alumni Association

KEY SCHOOL
and Training Center