

The Overlake School Alumni Association Bylaws

ARTICLE I General Provisions

Section 1. Name. The name of this organization shall be “The Overlake School Alumni Association” (hereafter the “Alumni Association”). The active body representing this organization is The Overlake School Alumni Association Board (“Board”), which is governed by these bylaws (“Bylaws”).

Section 2. Mission. The Alumni Association’s mission is to create lifelong relationships between The Overlake School (“Overlake”) and its alumni, provide networking opportunities, help maintain Overlake’s history, and to support the mission of Overlake.

ARTICLE II Membership

Section 1. Eligibility. Membership of the Alumni Association shall include all persons who have attended Overlake, including graduates and non-graduates.

Section 2. Honorary Members. Honorary members shall include members approved by a passing motion at any meeting of the Alumni Board.

ARTICLE III The Board

Section 1. Board Membership. All members of the Alumni Association are eligible to be appointed to the Board. The number of members (hereafter “Board Members”) on the Board shall be determined by the Board.

Section 2. Responsibilities of Board Members. Board Members must attend at least two Board meetings per fiscal year. Participation by teleconference will be considered attending. Members must inform the Office of Alumni Relations or Board President in advance when unable to attend a meeting of the Board. Board Members must attend as many Alumni Association-sponsored events as possible. All Board Members shall serve a minimum of a one-year term. Members may serve unlimited consecutive terms, subject to Officer term limitations in Article IV.

Section 3. Election of New Board Members. Members of the Alumni Association may join the Board via nomination by a current Board Member or self-nomination by volunteering. Prospective Board Members must attend a meeting of the Board to indicate their interest. Any such prospective Board Member wishing to join the Board at or after attendance at a Board meeting must be approved by a majority vote at any meeting of the Board. All Board Members shall serve a minimum of a one-year term and are not restricted to how many consecutive terms they may serve.

Section 4. Resignation and Removal. A Board Member may resign by delivering written or oral notice to the President, who shall inform the Alumni Program Manager and Officers. A Board Member, including any Officer, may be removed from the Board or from his or her office, with or without cause, at any meeting of the Board by a majority vote of *all* current Board Members, provided that removal from the Board shall automatically be deemed removal from office without an additional vote. Notice of intent to remove a Board Member shall be given to all Board Members in advance of the meeting.

Section 5. Staff Liaison. Regular Overlake staff liaison support members (“Staff Liaison(s)”) to the Board shall consist of the Director of Development, Alumni Program Manager and other appointed staff. The Alumni Program Manager shall attend all meetings of the Board, maintain the calendar, coordinate alumni events, and coordinate all mailings for the Alumni Association. Staff Liaisons are appointed by the Head of School.

ARTICLE IV Officers

The officers of the Board shall consist of a president (“President”), vice president (“Vice President”), secretary (“Secretary”), and committee chairs (“Committee Chair(s)”) (each, an “Officer”, or, collectively, “Officers”), elected from the membership of the Board.

Section 1. Selection of Officers. The Board will solicit and consider nominations for Officers of the Board every spring, no later than the penultimate Board meeting of the fiscal year. A Board Member must self-nominate or accept the nomination by another Board Member to become a candidate for an Officer position. New Officers shall be elected at the last Board meeting of each fiscal year. In the event of a mid-year vacancy in an Officer position, a new Officer shall be nominated and approved by majority vote of the Board.

Section 2. President. The President shall have general and active management of all affairs pertaining to the Association and the Board. The President shall preside over all meetings of the Board. The President shall be an ex-officio non-voting member of The Overlake School Board of Trustees. The President may serve up to three consecutive one-year terms. A former President is eligible to hold the position again after leaving the office for one or more years.

Section 3. Vice President. The Vice President shall assist the President with the management and administration of the Board. The Vice President shall serve in place of the President in the event the President is unable to attend a Board meeting. The Vice President shall also attend a Board of Trustees meeting as representative of the Alumni Association Board in the event the President is unable to attend. The Vice President may serve up to three consecutive one-year terms. A former Vice President is eligible to hold the position again after leaving the office for one or more years.

Section 4. Secretary. The Secretary shall prepare minutes of each meeting of the Board and assist the President and Vice President with the management and administration of the Board. The Secretary shall also serve in place of the President in the event that both the President and Vice President are unable to attend a Board meeting. The Secretary shall also attend a Board of

Trustees meeting as a representative of the Board in the event both the President and Vice President are unable to attend. The Secretary may serve up to three consecutive one-year terms. A former Secretary is eligible to hold the position again after leaving the office for one or more years.

Section 5. Committee Chairs. Each Committee (as defined below) shall be managed by a Committee Chair. A Board Member may simultaneously serve as both a Committee Chair and President, Vice President, or Secretary. Committee Chairs serve one-year terms. There is no limit to the number of consecutive terms a Committee Chair may serve.

ARTICLE V Committees

Section 1. Designation and Committee Membership. The Board shall form committees (“Committee(s)”) in furtherance of the mission of the Alumni Association. Three standing Committees (“Standing Committee(s)”) shall be consistently maintained, and the Board may, by majority vote, designate any additional Committee (“Ad Hoc Committee”) necessary. Board Members shall self-select Committee membership at the start of each fiscal year; provided, however, that the Executive Committee is exclusively comprised of the Officers and the Alumni Program Manager. Each Board Member must serve on at least one Standing Committee.

Section 2: Standing Committees. The Board shall consistently maintain three Standing Committees: the Alumni Engagement Committee, the Student Engagement Committee, and the Executive Committee. Each Committee shall have a Committee Chair who is responsible for fulfilling the responsibilities of their respective Committees and lending guidance to the Board as a whole.

A. Alumni Engagement Committee. This Committee is primarily responsible for growing the engagement of the alumni community with the Board and Overlake. The Committee will identify its goals and activities at the start of each year, which it will present to the Board for discussion. The standing priorities of the Committee will include:

1. Encouraging alumni participation in events, including tracking attendance metrics over time;
2. Supporting the Alumni Program Manager in efforts to expand and improve alumni contact information and the alumni database;
3. Exploring opportunities to involve alumni outside the Seattle area in the activities of the Board and Overlake;
4. Helping to build the culture of philanthropy among alumni.

B. Student Engagement Committee. This Committee is primarily responsible for encouraging the connection between the alumni community and current students, teachers, and families at Overlake. The Committee will identify its goals and activities at the start of each year, which it will present to the Board for discussion. The standing priorities of the Committee will include:

1. Overseeing the selection of the Distinguished Alumni Award (DAA) recipient, supporting the planning of the DAA event and any associated programming, and ensuring the maintenance of a robust candidate list;
2. Supporting the success of Making a Life Day;
3. Facilitating connections between the alumni community and current Overlake students, including by encouraging faculty to involve alumni in their classrooms, connecting students to alumni for mentorship or other opportunities, and liaising with current parents.
4. Helping to build the culture of philanthropy among students.

C. Executive Committee. This Committee is primarily responsible for overseeing the success of the Board. The activities of the Committee will include:

1. Scheduling and arranging logistics for Board meetings and Board communications;
2. Overseeing efforts to grow Board membership;
3. Attending meetings of the Overlake Board of Trustees, consistent with the order of attendance specified in the description of each Officer’s responsibilities;
4. Representing the Board to the Overlake administration and other stakeholders; and
5. Ensuring adherence to these Bylaws and facilitating required revisions.

ARTICLE VI Meetings

Section 1. Scheduling. Meetings of the Board shall be held when deemed necessary by the President and Alumni Program Manager. There must be at least four meetings held by the Board each fiscal year. The President and Alumni Program Manager shall circulate an annual calendar of meetings in advance of the first meeting of the fiscal year. The Board shall make attendance by teleconference available for remote participation by Board Members. Any Member attending by teleconference shall be considered “present” at the meeting for the purposes of voting and quorum.


Section 2. Fiscal Year. The Alumni Association shall use the fiscal year of Overlake as its fiscal year.

Section 3. Management. The Alumni Association President shall preside at all meetings of the Alumni Association Board.

Section 4. Quorum. Five Board Members shall constitute a quorum at any meeting of the Board. Quorum may be achieved by remote attendance.

Section 5. Voting. Only present Board Members may vote at any meeting of the Board. Each Board Member has one vote. Staff Liaisons are not permitted to vote.

ARTICLE VII Bylaws Revision



Section 1. Bylaws can only be changed by majority vote at a Board meeting. Notice of intent to amend the Bylaws shall be given to the Board Members by email or other means at least thirty (30) days prior to a vote. Such notice shall include the proposed changes or amendments to the Bylaws.

Revised – February 20, 2020

Revised – February 25, 2016

Reviewed – March 22, 2016

Approved – May 10, 2016