

THE PACIFIC GROVE HIGH SCHOOL ALUMNI ASSOCIATION, INC.

A California Nonprofit Public Benefit Corporation Tax ID Number 95-6073026

POST OFFICE BOX 51396

Pacific Grove, California 93950-6396

Established June 2, 1899 — Reactivated April 1, 1962 — Incorporated September 27, 1995

Bylaws

Pacific Grove High School Alumni Association, Inc.

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Bylaws
The Pacific Grove High School Alumni Association, Incorporated

ARTICLE I

NAME AND OFFICE

The name of this organization shall be The Pacific Grove High School Alumni¹ Association, Incorporated, hereinafter referred to as PGHSAA. Its business shall be conducted by a Board of Directors hereinafter referred to as the Board². The principal office for conducting the business and affairs of the corporation is PGHSAA, 680 Lighthouse Ave., P.O. Box 51396, Pacific Grove, CA. The Board may change the location of the principal office and/or establish a branch or subordinate office(s) at such place(s) and at such times as the Board determines.

ARTICLE II

PURPOSE

SECTION 1.

PGHSAA is a nonprofit public benefit corporation and is not organized for any private gain or for the benefit of any person(s). It is organized under the nonprofit Public Benefit Corporation Law of California for charitable purposes. The specific and principal purpose of PGHSAA is to initiate, encourage, and conduct projects that benefit Pacific Grove High School, hereinafter referred to as PGHS, and its students. Social gatherings and events may be held as appropriate to further the goals of and to raise the funds necessary to carry out the principal purpose of PGHSAA.

SECTION 2.

Donations are accepted and used to promote the aims and purposes of PGHSAA as described in Article VII, Scholarships and Donations.

SECTION 3.

No indebtedness can be incurred by PGHSAA in excess of the funds in the treasury. A balance of at least \$1,000 (one thousand dollars) will remain in the treasury for each incoming Board.

SECTION 4.

If PGHSAA is no longer functioning for the good and promotion of the above-stated purposes, is not conducting the meetings specified in Article VI, and is not annually renewing its nonprofit tax-exempt status as required by law, then PGHSAA is considered disbanded.

SECTION 5.

If PGHSAA is disbanded, all rights and title to its monies and property will be given over to the Board of Education of the Pacific Grove Unified School District, hereinafter referred to as PGUSD, for the exclusive use and benefit of PGHS. At the time of disbandment any monies designated for scholarships will be distributed in the following manner:

- General scholarship funds can only be used for scholarships at the discretion of PGHS.
- Categorical scholarship funds will be awarded as designated.

¹ Former student of PGUSD who attended any or all grades, K-12.

² Elected Officers and Directors.

ARTICLE III

MEMBERSHIP AND DUES

SECTION 1.

The general membership of PGHSAA will consist of former PGUSD students who have paid their membership dues and are willing to abide by these bylaws. Current and former teachers, administrators, and school board members are eligible for associate³ membership. The Board may grant honorary⁴ memberships as appropriate to recognize significant service.

SECTION 2.

Any member⁵ who attends a PGHSAA activity when a fee is charged may bring a guest(s). The dues are per person or couple. Dues notices will be sent to the general membership annually. Dues are payable yearly by January 1st and are delinquent after January 31st. Dues are set and reviewed annually by the Board.

ARTICLE IV

THE BOARD

SECTION 1.

The Board will consist of the elected officers and elected directors. Only those duly elected officers and directors in good⁶ standing may vote at board meetings.

SECTION 2.

Elected officers are the president, vice-president, recording secretary, corresponding secretary, and treasurer. Any officer may hold more than one office; however the president and secretary or treasurer positions cannot be held by the same person. No two (2) family members can hold an elected officer position during the same calendar year. Officer terms are for one calendar year.

SECTION 3.

Directors are elected each year at the annual general membership⁷ meeting to replace the group of directors whose terms have expired. There is a minimum of eighteen (18) directors divided into three (3) staggered groups with staggered expiration dates. Directors terms are for three (3) consecutive calendar years.

SECTION 4.

Members of the following standing committees are appointed by the president at the first meeting of each calendar year: Audit; Bylaws; Disbursement; Events; Knockout II Editor; Membership Dues; Membership Files; Nominating; Parliamentarian; Publicity; Scholarship; Senior Class Liaison. The president may appoint members for other committees not listed.

SECTION 5.

Members who leave the Board and have served a total of six (6) years as an officer, a director, or committee chair will be awarded a non-voting directorship emeritus.

³ Alumni whose dues are waived, no voting privileges.

⁴ Alumni whose dues are waived, no voting privileges.

⁵ Alumni whose dues are current.

⁶ Dues are current and are willing to abide by these bylaws.

⁷ Former PGUSD students who have paid their membership dues and are willing to abide by these bylaws.

ARTICLE V

DUTIES OF OFFICERS, DIRECTORS, APPOINTEES AND CHAIRPERSONS

PRESIDENT

The president presides at all board meetings, serves as chief executive officer of PGHSAA, performs other duties as described in the bylaws, and distributes meeting agendas at least 10 days prior to the next scheduled **Board meeting**.

VICE-PRESIDENT

In the absence of the president, the vice-president will preside over board meetings and assume the duties of the president.

RECORDING SECRETARY

The recording secretary shall keep accurate minutes of board meetings, record board meeting attendance, and be prepared to read the records of previous board meetings. The minutes will be distributed at least 10 days prior to the next scheduled board meeting. If the recording secretary is absent, the duties will be assumed by the corresponding secretary.

CORRESPONDING SECRETARY

The corresponding secretary is responsible for PGHSAA correspondence. He or she will send acknowledgments to the families of those memorialized as well as to the donors. This information will be given to the editor of the Knockout II for publication. If the corresponding secretary is absent, the duties will be assumed by the recording secretary.

TREASURER

The treasurer will maintain an accurate and current account of all income and expenses of PGHSAA, submit a financial status report, and pay outstanding bills as approved and directed by the board at each board meeting.

Duties include:

- File State and Federal tax returns.
- File annual Registration Fee Report to the Attorney General of California.
- File annual Statement of Information to the State of California Secretary of State.
- Renew annual liability insurance(s).

The signatures of president, vice-president, recording secretary and treasurer will be on file at the bank(s) where PGHSAA funds are deposited. Two signatures are required on all checks drawn on PGHSAA accounts.

DIRECTORS

The directors will represent the general membership in all business of PGHSAA.

STANDING COMMITTEE CHAIRS

AUDIT COMMITTEE

The auditor will conduct an audit of receipts and disbursements of PGHSAA funds. The audit will be prepared after the financial close of each calendar year. The audit chair will submit a written report to recording secretary by the 2nd board meeting of the new calendar year.

BYLAWS COMMITTEE CHAIR

The bylaws committee chair will work with a committee to review the bylaws according to ARTICLE IX, Amendments, SECTION 1.

DISBURSEMENT COMMITTEE CHAIR

The disbursement committee chair will verify that all requests for funds are accurate and contain all necessary information. This verification will be performed before the requests are presented to the Board for funding consideration.

EVENTS COMMITTEE CHAIR

The events committee chair will be responsible for the following activities.

- Secure a meeting place for the six (6) yearly board meetings
- Secure a meeting place for our annual general membership meeting in September.
- Secure an appropriate venue for the annual reunion dinner traditionality held on the first weekend in October.
- Determine pricing for annual dinner to cover all costs associated with it.
- After the completion of each of these events, the events chair will make a final report to the Board and submit a written report of all income and expenses including any other relevant information for the recording secretary.

KNOCKOUT II EDITOR

The *Knockout II* editor edits and submits for publication the PGHSAA newsletter, known as *Knockout II*, which is sent to PGHSAA members two or more times per year.

MEMBERSHIP DUES CHAIR

The membership dues chair maintains accurate records of current and former members and receives all funds in payment of dues and gives these funds to the treasurer. Also, in cooperation with the membership files chair, will maintain the mailing list of current and associate members of PGHSAA.

MEMBERSHIP FILES CHAIR

The membership files chair maintains accurate records of current and former members. When requests are received for information about alumni, the chair will supply that information to alumni who wish to arrange for their class reunions. Information will not be provided without receipt of a signed disclaimer acknowledging use restrictions of PGHSAA information.

NOMINATING COMMITTEE CHAIR

SECTION 1.

The nominating committee chair works with a minimum of two (2) members and the membership dues chair to determine those members in good standing⁸ who may be available to actively serve PGHSAA.

SECTION 2.

At the annual general membership meeting in September, the nominating chair presents a slate of officers and directors, furnishes ballots, supervises the voting and certifies the ballot count. Following the report of the nominating committee, nominations may be made from the floor by members in good standing.

At the conclusion of the voting, a list of the newly elected officers and directors will be placed on file with the recording secretary, corresponding secretary, and publicity chair.

PARLIAMENTARIAN

The parliamentarian will have on hand at all board meetings and the annual general membership meeting a copy of the bylaws and be prepared to read from the bylaws if called on by the president. He or she must follow *Robert's Rules of Order*.

PUBLICITY CHAIR

The publicity chair will arrange for publicity pictures, write newspaper articles and press releases, and arrange for radio and television publicity in order to promote interest in PGHSAA.

SCHOLARSHIP CHAIR

The scholarship chair will form a committee with a minimum of three (3) members, which must include

⁸ Dues are current.

and the senior class liaison.

It is the responsibility of the committee to accept and review scholarship applications from the PGHS guidance office that are submitted by graduating seniors.

The committee will recommend and submit a list of scholarship applicants for board approval.

SENIOR CLASS LIAISON

The PGHSAA senior class liaison will meet with the PGHS graduating seniors each year to inform them of the purpose of PGHSAA and encourage them to become active members.

ARTICLE VI

MEETINGS

GENERAL MEMBERSHIP MEETING

SECTION 1.

A general membership meeting will be held each September to nominate and elect new officers and directors.

BOARD MEETINGS

SECTION 1.

At least six (6) regular meetings of the association's PGHSAA Board will be held during a calendar year.

SECTION 2.

Twenty-four (24) hours notice will be given in advance of any meeting called or canceled. A quorum⁹ is required to conduct the business of PGHSAA.

SECTION 3.

Members of the Board must contact the recording secretary to be excused from attending a duly called meeting. Three (3) absences without excuse may be cause for removal from the Board.¹⁰

SECTION 4.

The Board shall review and consider for action all new requests for expenditures greater than \$500.00.

The Board shall review, amend as necessary, and approve minutes of the previous meeting as presented by the recording secretary.

The committee chair or his or her representative must attend any and all meetings when business involving any of that committee's responsibilities is on the agenda.

SECTION 5.

At the January meeting, the outgoing president will open a joint meeting of both the outgoing and incoming Board. After all business pertaining to the closing year is complete, the new officers will take office. Transition items will be passed from outgoing to incoming Board officers, and an annual operating budget will be submitted for approval before the incoming president closes the meeting.

ARTICLE VII

SCHOLARSHIPS AND DONATIONS

SECTION 1.

Monies donated for scholarships for PGHS graduating seniors will be placed in a trust fund and will be exclusively designated for that purpose. It is the purview of the Board only, through the recommendations of the scholarship committee, to designate the recipients.

⁹ One half of the serving board plus one (1).

¹⁰ Revised and approved September 17, 2011

Scholarships awarded will be available to the recipient for two years after initial award date. This date may be extended for an additional two years upon receipt of a written request from the recipient. Such requests must be submitted within two years of the initial award date. Unclaimed scholarships will be returned to the awarding fund.¹¹

SECTION 2.

Monies donated for board approved special projects will be designated for that project.

SECTION 3.

All other donations will be placed in the general fund. Disbursements will be at the discretion of the Board to benefit PGHS, its students, and PGHSAA.

ARTICLE VIII

NOMINATIONS AND ELECTIONS

SECTION 1.

A quorum of the Board is required to call the general membership meeting to order.

SECTION 2.

Elections will be held at the annual general membership meeting and will be by ballot. Where there is only one (1) person nominated for an office, the rule requiring the election to be by ballot shall be suspended and the election will be by voice approval.

SECTION 3.

Vacated board positions will be filled by presidential appointment. Members appointed will serve the remainder of that term to which they were appointed. If the office of president is vacated, the vice-president will assume the duties of the president for the remainder of the calendar year.

ARTICLE IX

AMENDMENTS

SECTION 1.

These bylaws may be amended at duly called meetings of the Board where at least a quorum of the serving Board is present. Two (2) readings of the proposed changes, each at separate meetings within a calendar year, are required to amend the bylaws. A two-thirds affirmative vote of the quorum voting is required for adoption.

ARTICLE X

Adoption

At a duly called meeting of the Pacific Grove High School Alumni Association, Inc., Board of Directors held on the 13th of July, 2017 this revised edition of the bylaws was read the first time as required. Accepted by a two-thirds majority of the quorum present on the 13th of July, 2017 and adopted unanimously.

CERTIFICATE OF SECRETARY

I certify that I'm the duly elected and acting Secretary of the PACIFIC GROVE HIGH SCHOOL ALUMNI ASSOCIATION, INC., a California nonprofit mutual benefit Corporation, that the above bylaws, consisting of these fourteen [14] pages, are the bylaws of this Corporation as adopted by the Board of Directors on May 11, 2017 and that they have not been amended or modified since that date.

Executed on 13th of July, 2017 at Pacific Grove, California.

By: /s/ Patty Fifer Kieffer, Recording Secretary

Patty Fifer Kieffer, Recording Secretary

¹¹ Revised and approved March 14, 2009

ARTICLES OF INCORPORATION

- I** The name of the corporation is PACIFIC GROVE HIGH SCHOOL ALUMNI ASSOCIATION, INCORPORATED
- II** A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.
B. The specific and principal purpose of the PGHSAA is to initiate, encourage, and conduct projects to benefit the Pacific Grove High School and its students.
- III** The name and address in the State of California of this corporation's initial agent is:
Pacific Grove High School Alumni Association, Inc.
680 Lighthouse Avenue
P.O. Box 51396
Pacific Grove, California 93950
- IV** A. This corporation is organized and operated exclusively for charitable purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code.
B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
- V** The property of this corporation is irrevocably dedicated to its charitable purpose and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private person. If PGHSAA is no longer functioning for the good and promotion of the above-stated purposes; is not conducting the meetings specified in Article VI; and, is not annually renewing its nonprofit tax-exempt status as required by law then PGHSAA is considered disbanded.
When PGHSAA is disbanded, all rights and title to its monies and property will be given over to the Board of Education of the Pacific Grove Unified School District for the exclusive use and benefit of Pacific Grove High School.
- VI** The name of the existing unincorporated association now being incorporated by filing these articles is Pacific Grove High School Alumni Association.

History of the Pacific Grove High School Alumni Association

Our Alumni Association has enjoyed one of the longest, and most active histories in the state of California. What began as a way for a few students to stay connected has grown into a not for profit California corporation, supporting hundreds of members, thousands of dollars, and literally countless PG High students who have benefitted from our constant support. To truly understand how unique this group is you must first understand how it all began.

Pacific Grove High School became a reality in 1895 when the citizens of the City of Pacific Grove formed a school district. They passed a bond issue on June 18, 1896 to build the first high school in the entire Monterey County. Only two years later, in June of 1898, the first graduates, Ava Kent and Helen Wood, were awarded their high school diplomas. Upon graduation the desire to see their Alma Mater enhanced brought about the decision to create an Alumni Association, complete with constitution. One of their first orders of business was to assign the school official colors. Even then we were making our influence known! The ladies chose the red from Stanford University, and the gold from the University of California at Berkeley.

Through the following 29 years the group added members, amended the original constitution, refined committees, and began holding annual reunion dinners for all members. These annual dinners, officially begun in 1901, quickly became a favorite to participating members. Often official business was carried out, including the election of new officers, but the obvious appeal to enjoy fellowship was never lost. Unfortunately, as times changed and members moved on the Alumni Association drifted apart. The original purpose for the association was not as altruistic as the one today, and the goal of truly supporting the current students of the alumni's Alma Mater did not exist. We have no records of official business conducted after 1927.

The curtain remained drawn on this diamond in the rough until 1962, when two civic-minded PG graduates, Frank Lemos '37 and Elmarie Hurlbert Hyler Dyke '15, struck up a conversation outside Dyke's Grove Pharmacy on the corner of Forest and Lighthouse Avenues. The soda fountain inside was a popular hangout for high school students. The sight of these young people hit a chord, and the recognition to reactivate the Alumni Association was born. That diamond in the rough was about to get some much needed polishing!

Through a flurry of meetings which included several PG Alumni (including Gertrude "Gertie" Ernst '22, PGHS Secretary for 35 years) from many active Pagrovia families, a new vision was adopted for the reactivated Pacific Grove High School Alumni Association. Besides remaining faithful to the original intention of fellowship amongst Association members, a new goal of actively pursuing the support of the high school and her current students was created. The revised constitution revealed this in its Purpose statement, still held in force by the current Board of Directors, and members. "...The specific and principal purpose of the PGHSAA is to initiate, encourage, and conduct projects to benefit the Pacific Grove High School and its students... gatherings and events may be held as appropriate to further the goals of the PGHSAA and to raise the funds necessary to carry out the principal purpose of the Association." [Article 11, Section 1]. Suddenly annual reunion gatherings were not just an opportunity to rekindle past friendships and reminisce over shared experiences; but the greater goal of our Alma Mater and her students became a beacon for uniting in an effort to raise necessary support.

As years passed the effort to monetarily support the High School grew to involve the arduous task of incorporation, and recognition as a lawful not for profit [501©(3)] tax exempt organization. We received the title of Pacific Grove High School Alumni Association, Inc. in 1995, allowing our membership the privilege of tax deductible contributions. Our worthwhile cause remains foremost in our members' minds as evidenced by the many donations received each year. These monetary gifts, often given in memory of a passing PG Alum, create the backbone of our Associations' proud participation in scholarship distributions for use in higher education, and extra-curricular support for use in current high school activities. Also, through these contributions and the incredibly generous endowment by Don Harlan PGHS '42, we are able to sustain several yearly scholarships given in memory of key PG High Alumni who have exemplified our Pagrovia spirit and heritage.

Today, we produce a publication dispersed three to four times yearly, and aptly named after the original High School Newspaper, *The Knockout II*. In this newsletter note-worthy events, opportunities, and tidbits of membership

information are passed along to all active members. The advancement of technology has made it possible for much of our membership to receive our publication via email, saving paper and postage costs. The PDF format is a breeze to view, and provides the member with the added bonus of beautiful color photos. Our membership Roster is another great resource, allowing alumni to stay in-touch and connected.

The all-volunteer Board of Directors serves tirelessly to make sure that each member is cared for personally. From its inception, our Association's unique desire to maintain fellowship with one another has brought people together from all walks of life. Seeking our members' opinions, and garnering their ideas for better ways to communicate, serve, and enjoy this vibrant organization is one of the many tangible efforts put forward by the Board.

We would be honored if you would consider adding your history to ours by joining with us in our goal. Membership provides you with an excellent venue for connectivity to past classmates. But is also provides your Alma Mater with the resources necessary to continue educating, and enriching the lives of the next generation.

By: Trisha *Muench* Randall
PGHS Class of 1992