



CONSTITUTION AND BY-LAWS of the MISSOURI MILITARY ACADEMY ALUMNI ASSOCIATION

Revision Date: October 11, 2020 MMA Homecoming Yearly Alumni Association Meeting

ARTICLE 1 – NAME

The name of this Association shall be “Missouri Military Academy Alumni Association” herein after referred to as the Association.

ARTICLE II – PURPOSE

The objectives of the Association shall be:

To promote Brotherhood and Camaraderie for graduates and former cadets of Missouri Military Academy.

To align the Alumni Association to MMA goals and initiatives, to further its primary mission of providing a quality education in a military school environment.

To continue, support, and promote the great traditions and values of MMA.

To be a proud representation of MMA and the values it instills in young men.

ARTICLE III – MEMBERSHIP

SECTION 1.

Graduates and former cadets of Missouri Military Academy are eligible for membership in the Association.

SECTION 2.

No paid employee or paid consultant of Missouri Military Academy may serve as a member of the Alumni Association Board of Directors until 2 years after their employment with Missouri Military Academy ends.

Paid consultant is not inclusive of work won on a competitive bid basis.

ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS

SECTION 1.

The President of the Association will ascend from the role of President-Elect, and all other officers of the Association shall be elected by the membership at the annual meeting of the Alumni Association each year during Homecoming, on a date to be fixed by the President and Secretary in concert with the Academy calendar. The President-Elect of the Association will have been a BOD member for a minimum of 3 consecutive years. Qualification of an elected BOD officer is a minimum of one year as a participating BOD Committee Member and is a Life Time Member of the Association. A voting member of the BOD, one must serve for at least one calendar year on a standing or special committee and be nominated by the Committee Chair of which Committee he serves, and agreed upon by a 2/3 majority of the voting members of the BOD.

SECTION 2.

All voting members will submit to the President and Secretary their MMA BOD Bio, which will be kept on record by the Secretary and the MMA Office of Development. New voting members have 3 months to

submit their MMA BOD Bio to the Secretary. All Bios will be updated annually within 30 days of the annual meeting.

ARTICLE V – OFFICERS

SECTION 1.

The officers of the Association shall be the President, President-Elect, Vice President, Secretary, Treasurer, Director of Class Agents, and such additional Vice-Presidents and assistant Secretaries and assistant Treasurers as shall from time to time be named by the President with the approval of the Board of Directors.

SECTION 2.

It shall be the duty of the President to preside at all meetings of the Association. The President will act as the liaison between the Alumni Association Board of Directors, the Alumni Association Members and Missouri Military Academy. The President will represent the Alumni Association at MMA events to include but not limited to: Senior Ring Ceremony, Homecoming and Homecoming Vespers, Maroon & Gold Banquet, Commencement Weekend to include Wallace Fry Speech Contest and Senior Banquet, or appoint a designate in his absence. The President will work in conjunction with the Academy to speak on behalf of the Association when directed.

SECTION 3.

It shall be the duty of the President-Elect to perform the duties of the President in the absence of or inability to act by the President. The President – Elect will organize, schedule, and conduct BOD Officer Call Meetings.

SECTION 4.

It shall be the duty of the Vice-President to preside over all standing or special committees of the BOD.

SECTION 5.

It shall be the duty of Secretary to take attendance, keep all records, to keep the minutes of all meetings, to maintain a complete listing of the members of the Association and to write all official correspondence and notices. The Secretary will serve for a maximum of three consecutive years per term. A term will consist of the first year as an under-secretary, and two years as secretary. An Under-Secretary will be appointed by the Nomination Committee one year prior to the Secretary changing positions. There shall be no limit to the number of terms that a member can serve in the Secretary position, and terms can be served consecutively. Consecutive terms for the Secretary position must be presented with the slate of candidates by the Nominating Committee in accordance with **ARTICLE IX, SECTION 3**. If the Secretary is elected to consecutive terms, then no Under-Secretary will be appointed. However, the Secretary may select another voting member to serve in the capacity of Assistant to the Secretary until such time as a new Under-Secretary is selected by the Nominating Committee in accordance with **ARTICLE IX, SECTION 3**. Nominees and members selected for the Under-Secretary position must qualify and ascend to any officer position as outlined in **ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS**.

SECTION 6.

It shall be the duty of the Treasurer to act as custodian of all the funds of the Association, with the consent of the President, the Board of Directors, and Missouri Military Academy. To supervise receipt and

disbursements and to act without bond unless bond is required by action of the President, the Board of Directors, and Missouri Military Academy. The Treasurer will serve for a maximum of three consecutive years per term. A term will consist of the first year as an under-treasurer, and two years as Treasurer. An Under-Treasurer will be appointed by the Nomination Committee one year prior to the Treasurer changing positions. There shall be no limit to the number of terms that a member can serve in the Treasurer position, and terms can be served consecutively. Consecutive terms for the Treasurer position must be presented with the slate of candidates by the Nominating Committee in accordance with **ARTICLE IX, SECTION 3**. If the Treasurer is elected to consecutive terms, then no Under- Treasurer will be appointed. However, the Treasurer may select another voting member to serve in the capacity of Assistant to the Treasurer until such time as a new Under- Treasurer is selected by the Nominating Committee in accordance with ARTICLE IX, SECTION 3. Nominees and members selected for the Under- Treasurer position must qualify and ascend to any officer position as outlined in **ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS**.

SECTION 7.

It shall be the duty of the Director of Class Agents to directly liaise with the MMA Office of Development and Alumni Affairs or in coordinating and communicating with the Alumni Class Agents and coordination of Honor Years for Homecoming, The Director of Class agents will Co-Chair the Membership Committee, and work with the Senior Class Sponsors in the identification of Class Agents, to coordinate with the Academy, Senior Banquet and Senior Class Gifts as identified by the BOD. The Director of Class Agents will serve for a maximum of three consecutive years per term. A term will consist of the first year as an under-Director of Class Agents, and two years as Director of Class Agents. An Under- Director of Class Agents will be appointed by the Nomination Committee one year prior to the Director of Class Agents changing positions. There shall be no limit to the number of terms that a member can serve in the Director of Class Agents position, and terms can be served consecutively. Consecutive terms for the Director of Class Agents position must be presented with the slate of candidates by the Nominating Committee in accordance with **ARTICLE IX, SECTION 3**. If the Director of Class Agents is elected to consecutive terms, then no Under- Director of Class Agents will be appointed. However, the Director of Class Agents may select another voting member to serve in the capacity of Assistant to the Director of Class Agents until such time as a new Under- Director of Class Agents is selected by the Nominating Committee in accordance with ARTICLE IX, SECTION 3. Nominees and members selected for the Under- Director of Class Agents position must qualify and ascend to any officer position as outlined in **ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS**.

ARTICLE VI – BOARD OF DIRECTORS

SECTION 1.

The executive body of the Association shall consist of twelve (12) members, elected from the Association at large. This body shall be known as the Board of Directors. The officers of the Board of Directors are determined by ARTICLE V - OFFICERS

SECTION 2.

The Board of Directors is authorized to control the affairs of the Association, without reference to the membership at large.

SECTION 3.

The immediate Past-President of the Association shall be ex-officio for a term of one year. Ex-Officio members will maintain active participation in the Association, though their participation is not required for a quorum. The Ex-Officio will maintain their voting privilege for one year after their presidency.

SECTION 4.

The Board of Directors shall serve as a steering committee with the power to act in emergencies and on call of the President or any other officer of the Association. Meetings shall be held at the discretion of the President or any other officer of the Association. A simple majority of 7 members of the Board of Directors shall constitute a quorum

SECTION 5.

The President, President – Elect, Vice President, Secretary, Treasurer, and the Director of Class Agents, shall have authority to act on behalf of the Board of Directors during such times between Board meetings as deemed necessary by the President and Secretary. All actions of the Executive Committee will be presented by the Secretary at the next scheduled Board of Directors meeting.

SECTION 6.

Any past President or previous BOD Officer or Member may serve as a Standing or Special Committee Member, but Past Presidents are not eligible to be voted back into the Board of Directors as Voting Members.

ARTICLE VII – STANDING COMMITTEES

SECTION 1.

The President shall appoint committee chairmen from the 12 voting members of the BOD and with the approval of the Board of Directors, whose duty it will be to properly organize and execute for The Academy and the membership of the Alumni Association. Committee members will be those identified at the annual meeting as outlined in ARTICLE IX – NOMINATIONS AND ELECTIONS

SECTION 2.

The Committee Chair is responsible for the deliverables of the Committee as defined by the President and directed by the Vice-President. Committee Chairs will organize their committee meetings, prepare meeting agendas, compile meeting notes, assign action items, and timeline for deliverables. Each committee chair is to develop an evergreen playbook for their committee that will be part of the handover between committee chair appointees. Committee chairs will post committee reports 1 week prior to BOD Meetings, and the Committee Chair will prepare a maximum 5 minute summary for the BOD Members

SECTION 3.

The President will establish the following committees, with their listed duties, to ensure the preceding objectives are carried forth:

Homecoming Committee: To work with a MMA Alumni Director or Appointee for the coordination and execution of Homecoming activities, to include but not limited to: Registration, Logistics and Support, Golf Tournament, Agenda, Hospitality, Entertainment, or other topics as deemed necessary to organize and plan Homecoming activities.

Membership Committee: To promote membership in the Association to further the annual growth thereof. Recruit and retain Class agents, who will be members of this committee. The Co-Chair of the Membership Committee will be the Director of Class Agents.

Development Committee: To work with the MMA Office of Development to coordinate and support the initiatives as set by the Academy. To coordinate and raise funds to support Alumni Association objectives and purposes outlined in Article II. The Development Committee will also take on any additional special projects by a majority vote as outlined by the BOD.

Nominating Committee: See ARTICLE IX.

Reveille Newsletter Committee: To develop the electronic edition of the Reveille Newsletter for the Alumni Association in conjunction with the MMA Marketing Department. To ensure content is written towards an audience of Missouri Military Academy Alumni and former Cadets. To ensure effective electronic distribution, utilizing its posting on the MMA Alumni Website tab, and distribution through Class Agents and social media platforms to our Alumni and former Cadets.

ARTICLE VIII – SPECIAL COMMITTEES

The President may appoint temporary committees to address special initiatives outside of standing committees. Special Committees shall be made with the consent of the Board of Directors. The Chairman of, and membership of said committees shall be determined at the time of creation. Special Committees will disband once their initiative is formally presented to the Board of Directors for consideration of adoption, unless further action is required for the implementation of the special initiative as determined by the Board of Directors.

ARTICLE IX – NOMINATIONS AND ELECTIONS

SECTION 1.

The President, by and with consent of the Board of Directors, shall appoint annually, four months prior to the time determined for the next annual meeting, a Nominating Committee consisting of all voting members and volunteers who are not currently officers or will declare for consideration of an elected officer position.

SECTION 2.

By acceptance of being a member of the Nominating Committee, those members are recused from nomination as an elected officer of the Association for that Annual Meeting.

SECTION 3.

The Nominating Committee shall present to the Board of Directors the slate of candidates as qualified in Article IV for office, and will be posted on MMA social media sites for consideration a minimum of six weeks prior to the Annual Meeting. Nominees will affirm or deny nomination at such time. After the nominations have been closed, the officers shall be elected by a majority vote of those present at the Annual Meeting.

SECTION 4.

Any open BOD Member vacancies at the time of the Annual Meeting will be filled through a nomination and vote process at said meeting, as stated in **ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS.**

SECTION 5.

The President will fill any BOD Member or Officer vacancies which occur during the year, between meetings, as outlined ARTICLE IV – QUALIFICATIONS FOR OFFICERS AND BOD MEMBERS.

SECTION 6.

The Nominations for Alumni Awards will be managed year long and as an Alumni Awards subcommittee of the Nominations Committee. Membership to the Alumni Awards subcommittee is open to any voting or non-voting member of the Alumni Association Board of Directors, and members of this sub-committee are not bound by the restrictions set forth in Article IX, Section 2. Alumni Awards are inclusive of the Paul Gillette Outstanding Alumni Award, Alumni Hall of Fame Awards, BOD MVP Fellowship Cup.

ARTICLE X – ACCOUNTING AND DISTRIBUTION OF ALUMNI ASSOCIATION FUNDS

SECTION 1.

The Missouri Military Academy Alumni Association finances will be maintained as a separate ledger within the Missouri Military Academy accounting structure and thus falls under Missouri Military Academy 501c3 umbrella. All monetary activities of the Alumni Association will adhere to all receipt and distribution of funds that are governed under 501c3 requirements.

SECTION 2.

The Alumni Association funds are to be distributed to support Alumni Association initiatives that are of benefit to the Academy, Cadets, or Alumni as a whole. Funds cannot be distributed to any individual Cadet, Parent, Alumni, former Cadet, or Faculty Member.

SECTION 3.

Request for funds distribution are reviewed by the Treasurer of the BOD, then approved by a majority of a voting quorum, and reviewed as necessary before distribution by Missouri Military Academy Office of Development and Alumni Affairs and/or MMA accounting.

SECTION 4.

The BOD will strive for a continuous account balance of \$25,000. Once this goal is achieved, 25% post Homecoming balance above \$25,000, will be set aside for large capital requests by MMA. This 25% fund will be a yearly perpetuation post Homecoming balance until a capital fund request is made by MMA. These funds can only be distributed by a vote of Alumni present at Spring Family Weekend / M&G, or the Homecoming Annual Meeting.

ARTICLE XI – RETIREMENT OF BOD MEMBERS

SECTION 1.

The President may initiate the retirement protocol to retire any officer or member of a committee for cause with the consent of the voting members of the Board of Directors. If a voting member(s) is unavailable for

the scheduled meeting, the President and one other member present will call the voting member to garner consent.

SECTION 2.

Once consent is given to the President, the President and one other voting member will call the member in question and discuss with them the concerns and appropriate action needed within 30 days to remediate the concerns as stated. If the member does not take the appropriate action within 30 days the President will notify and garner consent from the voting members to make a second call to the member in concern with the Secretary present to record notes and action items to be completed within 30 days and submit those meeting minutes to the voting members. If the appropriate action is not taken within 30 days, the President will call a full BOD meeting to discuss openly the concerns and the actions taken to remediate. The member of concern will have an opportunity to discuss this matter with the full BOD. The President may choose to ask for a vote for removal.

SECTION 3.

A BOD Meeting is defined as the Annual Meeting, Conference Call, or Video Conference. Any BOD Member who misses 3 BOD Meetings within a Homecoming year (Sept-Sept) will be retired as a BOD voting member, but may remain as a participating Standing or Special Committee Member. Any BOD Member missing two (2) consecutive annual meetings either excused or unexcused shall be retired from the Board of Directors for a period of two (2) years.

SECTION 4.

Any voting member of the BOD that resides outside the continental US, will not be required to attend Homecoming unless the BOD Member is an elected officer. It is expected that international voting BOD members make every effort to coordinate Regional Alumni Groups and / or attend Regional Alumni gatherings, socials, or get together within the country they reside.

SECTION 5.

Any Voting Member of the BOD who is unable to meet attendance requirements do to extended travel, military deployment, or for extenuating medical / personal conditions will notify the Secretary who will communicate to the BOD the absence and reason and will not be required to adhere to attendance requirements outlined in SECTION 3. It is expected that they continue to provide input and participate through other communication methods when input is requested.

SECTION 6.

Any voting member who does not achieve chair or co-chair of a committee after 1 year and an officer after 5 years as a voting member, will become a Member at Large.

SECTION 7.

Any Officer who submits a resignation letter, whether accepted or denied, cannot be elected to hold any officer position for a minimum of 1 year from the date of resignation letter.

ARTICLE XII – MEMBERS AT LARGE

SECTION 1.

A Member at Large is a minimum of a two-year voting member who volunteers to relinquish his voting privileges, or is requested by the President to become a Member at Large as outlined in **ARTICLE XI – RETIREMENT OF BOD MEMBERS**

SECTION 2.

A Member at Large can request to be considered for the next voting position that becomes available.

SECTION 3.

A Member at Large will continue to serve the Alumni Association in whatever capacity the member determines for a maximum of 3 years.

ARTICLE XII – ALUMNI ASSOCIATION AUXILIARY OF FORMER FACULTY AND STAFF**SECTION 1.**

The Alumni Association Auxiliary of Former Faculty and Staff will be supported by the Alumni Association Board of Directors through a liaison provided by the Auxiliary.

SECTION 2.

The Alumni Association Auxiliary will manage their own organization and membership and are not bound by these By-Laws except as noted in **ARTICLE X – ACCOUNTING AND DISTRIBUTION OF ALUMNI ASSOCIATION FUNDS**

ARTICLE XIII – AMENDMENT OF BY-LAWS

The suspension or amendment of a by-law shall require the recommendation of the Board of Directors and a majority vote of the membership of the Association present at the annual meeting.