Articles of Association of Incorporated Social/Charitable Association

The undersigned, being five (5) natural persons of lawful age, all of whom reside within Cook County, Illinois, hereby adopt the following Articles of Association for the purpose of organizing an incorporated non-profit social/charitable association pursuant to §501(c)7 at a meeting called for that purpose, and do hereby execute in the following Articles of Association:

Article One

Name

The name of this Association and the name by which it shall be known as the Mendel Alumni Association and referred to below as the Association.

Article Two

Purpose

The objects and purposes of this Association shall be as follows:

A. The specific and primary purpose for which the Association is formed is to preserve the memory of Mendel Catholic College Preparatory High School, to advance the ties of friendship which unite the brotherhood of Mendel Monarchs, faculty, family and friends, and to support related charitable endeavors, including but not limited to the Augustinian order, Mendel Alumni and descendants of Mendel Alumni for purposes of scholarships or medical hardships.

B. The general purposes for which the Association is formed are to operate exclusively for such religious, educational, and poverty relief purposes as will qualify it as a fraternal organization under 26 USCA §501(c)7 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax law, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under the Internal Revenue Code. The Association shall function as an incorporated association because the Board has determined by a majority of those voting to incorporate.

C. This Association shall have and exercise all rights and powers conferred on incorporated associations generally under the laws of Illinois so long as the actions are in furtherance of the group's purpose as set forth in Paragraph B, above. This shall not include political activity as defined by law.

D. No part of the net earnings, properties, or assets of this Association shall inure the benefit of any private person or any individual, or any member, officer, or board member of this Association on dissolution or otherwise. On liquidation or dissolution, all assets of this Association shall be paid over to funds benefiting the Augustinian Order, Mendel Alumni and descendants of Mendel Alumni for purposes of scholarships or medical hardships which shall at the time be in accordance with these bylaws.

E. The Association shall acquire, hold and dispose of real and personal property in accordance with law.

Article Three
Property

A. The Association does not hold any property, real or personal, at this time except for a bank account possessing about $30,000, more or less.

B. Upon dissolution or winding up of this Association, its assets remaining after payment of the Association's debt shall be distributed to the entities named in Article Two, Section D, organized for religious, educational, or poverty relief purposes and which have established a tax-exempt status pursuant to §501(c)3 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article Four
Membership

Membership shall include any person who attended Mendel Catholic High School. Each member shall have one vote.

Article Five
Board Members, Officers, & Committee Chairs

A. The Board shall set policy for the Association. The Board Chair shall be empowered to set policy agenda for the Officers between meetings to then be submitted to the Board for ratification.

B. The Board of Directors shall consist of twenty-four (24) members. Each member, including the Board Chair, shall serve a three-year term.

C. The Board shall solicit nominations for open Board positions. The Association Officers shall serve as the Nominating Committee.

D. Board vacancies shall be filled by majority vote of the Board present at such time. The Board shall meet at least annually.

E. During the first term as the new Board structure is implemented, eight board members shall serve three-year terms. Eight current board members shall serve a two-year term. Eight current Board members shall serve a one-year term. Each year, eight Board members will rotate off the Board, and be subjected to renewal by majority vote of the Board.

F. The Board may terminate any Board member who misses three meetings in a row without valid excuse by record vote. In addition, any Board member may be terminated if actions are deemed not in compliance with the Articles, or engage in inappropriate personal or business activities.

G. The Association shall have the following officers: President, Vice President, Treasurer and Secretary. Officers shall serve three-year terms.
    1. The President shall execute policy.
    2. The Vice President shall act in the President's absence and shall replace the President if he leaves during his term of office.
    3. The Secretary shall take minutes of Board meetings.
    4. The Treasurer shall be in charge of the Association's fiscal affairs. The Treasurer may execute payments for approved expenditures.

H. Committee Chairs shall manage their Committees. A majority of the Board present at such time may establish Committees. The Committees shall include

the Finance Committee, the Hall of Fame Committee, the Golf Committee, the Scholarship Committee, the Reunion Committee, and the Web Site Committee. From time to time, the Board may approve establishing other ad hoc Committees that are recommended and deemed appropriate.

1. The Finance Committee shall consist of two members who review and countersign Treasurer's reports to the Board, returns to the state and federal government, and such other reports as the Finance committee shall determine.
2. The Hall of Fame Committee shall be an independent committee charged with honoring outstanding Monarchs using criteria the Hall of Fame Committee shall set. The Hall of Fame Committee shall nominate and name its members, including the Chair using the criteria the Committee sets. . To assure their independence the Board of Directors and its officers and board members shall not participate in selection of Hall of Fame members or Hall of Fame Committee members or officers.

Article Six

Annual Meeting

A meeting of the Board and Officers to discuss old and new business shall be held at least annually. Attendance by zoom or similar electronic. service shall be permitted.

Article Seven

Amendments

-A majority vote of the Board members and Officers present at such time_ shall suffice to approve any Amendment.

Approved by a majority vote this 22d day of March, 2021, as amended by majority vote of the-Board present on February 7, 2023.

*Article Five Amendment approved by a majority vote of the-Board present on June 8, 2022.

Signed: _____
Board Chairman

Attested: _____
President

Attested: _____
Vice President

Attested: _____
Treasurer

Attested: _____
Secretary