

ATENEO ALUMNI ASSOCIATION OF NORTH AMERICA, INC.

CONSTITUTION AND BY-LAWS (Acronym: AAANA)

THE PREAMBLE

We, alumni of an Ateneo school or any Jesuit School in the Philippines residing outside the Philippines, imploring the aid of Divine Providence, establish an organization that shall embody our school ideals, foster friendship and camaraderie as we together embrace the Ignatian tradition and values *of finding God in all things and in everyone, men and women for others for the greater glory of God in the spirit of Magis.*

Now, therefore, by virtue of all the foregoing, we hereby proclaim and ordain this Constitution, and promulgate these By-Laws.

THE CONSTITUTION AND BY-LAWS

ARTICLE I – NAME AND DOMICILE

Section 1. The official name of the Association shall be ATENEO ALUMNI ASSOCIATION of NORTH AMERICA, Inc. (AAANA)

Section 2. The domicile and mailing address of the Association shall be the address of the President or any place designated by the Board.

ARTICLE II – PURPOSES

The fundamental purpose of the association is to unite all Ateneo alumni organizations in North America in order to ensure the empowerment of Alumni/ae in North America.

The primary functions shall be:

1. To foster mutual cooperation and collaboration among Ateneo Alumni organizations;
2. To promote and protect the legitimate interests of all Ateneans;
3. To encourage participation and at-large membership involvement of Ateneans at all levels of organization in any appropriate educational, spiritual, cultural, civic and charitable projects;
4. To undertake projects that will improve the economic, civic, social and spiritual well-being of its members;
5. To be the catalyst in the pursuit of the goals and objectives of Ateneo Alumni Associations;
6. To serve as the communication center of the Ateneo Alumni Associations in North America and all the Ateneo/Jesuit Schools and Universities in the Philippines.

ARTICLE III – GEOGRAPHICAL DIVISION OF AAANA

Section 1. The various AAA shall be divided into regions covering North America which is composed of the United States, Canada, and Mexico. Initially, the United States shall be divided into five (5) regions (North, South, East, West, and Central), two (2) for Canada (East & West) and one (1) region for Mexico. The Board of Directors shall have the authority to increase or decrease the number of regions representing the various AAAs in response to the needs of the Association.

- a. Region 1 (Eastern Region): Connecticut, Maine, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Delaware, Washington DC, Maryland, Virginia, and West Virginia.
- b. Region 2 (Central Region): Illinois, Indiana, Iowa, Kentucky, Michigan, Minnesota, Missouri, Ohio, Wisconsin, and Kansas
- c. Region 3 (Western Region): Hawaii, California, Utah, Colorado, Arizona, Nebraska, and Nevada.
- d. Region 4 (Northern Region): Alaska, Idaho, Oregon, Montana, Wyoming, North Dakota, South Dakota and Washington.
- e. Region 5 (Southern Region): Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee, Texas, New Mexico and Oklahoma.
- f. Region 6 (East of Canada): Manitoba, Ontario, and Quebec.
- g. Region 7 (West of Canada and Arctic Region) – Saskatchewan, Alberta, Northwest Territory, Columbia, Yukon Territory, Iceland, and Greenland.
- h. Region 8 (Mexico): the whole of Mexico

Section 2. Each Region shall be headed by a Regional Chair who will be a president of one of the AAAs and elected by the AAAs of that Region.

Section 3. The Regional Chair shall serve two years co-terminus with the term of the national officers.

Section 4. The Regional Chair shall be the liaison officer between the President and/or the Board and the AAAs in his region.

ARTICLE IV– MEMBERSHIP

Section 1. AAA (an Ateneo Alumni Association) is any group of Ateneans organized by location, by school, or by class, etc, that AAA may be eligible for membership to the AAANA. They shall elect their Regional Chairs who shall represent their organizations in the Board. If a Region has only one AAA, then that organization's elected leader automatically qualifies as a Regional Chair for that Region, subject to approval by the AAANA Board.

Section 2. Membership will be through any organized Ateneo alumni group in North America accepted by the Board in writing.

Section 3. Voting rights and election procedures shall be defined and registered in the By-Laws section as implemented by the Commission on Elections (COMELEC).

ARTICLE V – OFFICERS AND THE BOARD OF DIRECTORS

Section 1. The national officers of AAANA shall consist of the President, Immediate Past President, President-elect, Regional Chairs, Recording Secretary, Corresponding Secretary, Treasurer and Internal Auditor. Henceforth, any reference to the President, President-elect, Corresponding Secretary, Recording Secretary, Treasurer, and Auditor will mean these National officers unless otherwise specified.

- a. The President, President-elect, Treasurer and Internal Auditor shall be elected by the Regional Chairs;
- b. All Officers at the National level and Regional level shall hold office for two years;
- c. An elected national officer may be removed by cause as determined by 2/3 votes of the Board; and,
- d. All appointed officers may be picked from Board approved member AAAs, provided they are deemed bona fide members of that organization.

ARTICLE VI – THE BOARD OF DIRECTORS

Section 1. The Board of Directors (commonly known as the **Board**) shall be the policy making body of the Association and shall consist of the following as members: the President, the immediate past President, President-elect, the Regional Chairs, the Treasurer, and the Internal Auditor. The President shall be the Chair of the Board and the President-elect is the Vice Chair.

Section 2. The Board of Directors shall establish guidelines for the creation and dissolution of any AAANA Regional, State, County and City organizations and its membership.

Section 3. The Board of Directors shall establish guidelines for the transaction of business, coordination of all AAANA activities, operation and maintenance of the national headquarters or/and other satellite offices.

Section 4. The Board of Directors shall establish guidelines and shall be responsible for the publication of press releases about the activities of AAANA.

ARTICLE VII – DUTIES OF THE NATIONAL OFFICERS

Section 1. The President is the chief executive and titular head of the Association:
(Henceforth, whenever the gender “He” is used, it refers to either a man or a woman.)

- a. He shall be responsible in the execution of the provisions of the Constitution and By Laws of the Association;
- b. He shall perform the duties delegated by the Board of Directors;
- c. He shall preside over the Board of Directors’ meeting and shall be the Chair of the

- Board; and,
- d. He shall be an ex-officio member of all levels and committees of the Association.

Section 2. The President-elect shall perform the duties of the President in the absence or incapacity of the President and to assume the office of the President for the remaining term of the incumbent President.

Section 3. The immediate Past President shall be an advisor to the Board of Directors and a non-voting member of the Board, providing continuity between his administration and the current administration.

Section 4. The Recording Secretary shall keep the minutes of the meetings of the Board of Directors and the Association and shall perform duties assigned by the President.

Section 5. The Corresponding Secretary shall have the duties of issuing notices of meetings and conducting the general correspondence of the Association and the Board of Directors.

The Secretaries are appointed by the President, subject to approval of the Board.

Section 6. The Treasurer shall receive and act as custodian of the funds of the Association at the national level.

- a. He is primarily responsible for the collection of the membership and other fees passed by the Board; and,
- b. He shall submit the financial report in Board meetings and shall furnish a copy to all;
- c. He shall be responsible in filing the annual tax returns of the Association.

Section 7. The Auditor (internal Auditor) shall be responsible for the annual financial reports of the Association audited and shall certify the same to the members of the Board.

Section 8. Legal Counsel – The president shall appoint the legal counsel for the Association, Subject to the approval of the Board. The legal counsel will assist the President and/or the Board with any legal issue that may arise within the association at all levels.

ARTICLE VIII – STANDING & SPECIAL COMMITTEES

Section 1. The President of the Association may form such standing or special committee as may be deemed necessary for the proper functioning of the Association. The formation of any committee is subject to the approval of the Board of Directors.

Section 2. The President, subject to approval of the Board of Directors, shall appoint the Committee Chair. The Committee Chair shall appoint its members. Each committee shall compose of at least three (3) members.

Section 3. The Chair of a standing committee and/or special committee shall prepare its rules and procedures and shall render the committee report and presented to the Board at its meeting.

Section 4. The following are the standing committees of the Association:

- a. Constitution and By-Laws Committee – shall consider amendments to Constitution and By-Laws of the Association which may originate from committees, from the Board, and from the AAAs and may recommend proposed amendments to the Board and members of the Association.
- b. Commission on Elections (COMELEC) – shall be responsible in setting rules and procedures for the nomination and election of officers at the national level and regional level.
- c. Awards & Recognition Committee – shall recommend all awards to the Board. The committee shall promulgate rules and procedures. The Board will receive the awardees recommended by the Committee and shall make the final decision. The members of the Committee shall be the Immediate Past President and four members.

ARTICLE IX – MEETINGS & QUORUMS

Section 1. The members of the Association shall have at least one business meeting every two Years during the national Convention. The date and time shall be determined by the Board.

Section 2. Special meeting of the Board may be called by the President with the approval of at Least three (3) members of the Board.

Section 3. The Board of Directors shall have at least four (4) electronic meetings every year or More as needed, but during the national convention year, there shall be at least three (3) electronic meetings or more as needed and one (1) physical meeting.

Section 4. Any number of members present in a properly scheduled physical or electronically scheduled meeting shall constitute a quorum.

Section 5. Each Standing or Special committee shall have a Chair, a co-Chair, and a Secretary. The committee Secretary shall keep the minutes of the meetings of the Committee. A copy of the minutes of the meeting of the committees shall be transmitted to the Secretary and President of the Association.

Section 7. All standing and special committees of the Association shall hold at least one meeting each calendar year at the call of the committee chair.

Section 8. Parliamentary procedures (Latest Robert's Rules of Order) shall be used in all meetings of the Association at all levels.

ARTICLE X – DUES & ELIGIBILITY FOR OFFICE

Section 1 Local AAAs applying for membership shall initially pay a \$100.00. Subsequent annual fee shall be determined by local AAAs as they see fit.

Section 2. The regional AAAs shall pay an annual fee of \$ 250.00 to AAANA, Inc. Adjustment to

this amount is subject to AAANA's board approval.

Section 3. Officers representing their local AAAs are eligible to be elected or appointed to AAANA offices as long as the organization they represent are deemed bona fide members of AAANA.

Section 4. COMELEC may request the Treasurer at the local AAA levels to provide in writing, membership eligibility status of individuals seeking AAANA offices.

ARTICLE XI – COMELEC

Section 1. The COMELEC shall:

- a. Promulgate rules and procedures for the conduct of elections for officers of AAANA.
- b. Solicit nominees for elected and appointive officers of AAANA, Inc. from each bona fide AAA at large memberships.
- c. Evaluate the qualifications of the candidates and decide whether the candidates are qualified for the office for which they are running for.
- d. Ensure that the winner of any election shall win by a majority. If necessary, the COMELEC may schedule a run-off election until they get a winner by a majority; and
- e. Supervise the conduct of the election.

Section 2 Elections shall be conducted during the national convention;

Section 3. The newly elected National Officers will be sworn in during the national convention. Appointed Officers will be announced and sworn in at a time determined by AAANA Board.

ARTICLE XII – AMENDMENTS

Section 1. This Constitution and By-Laws of the Association may be amended:

- a. at the business meeting of members during the convention;
- b. by two thirds (2/3) majority votes of those present and qualified to vote provided proposed amendments are submitted to all paid members of the Association at least 30 days prior to the date of the national convention.

Section 2. Proposed Amendments shall be recommended by the Constitution and By-Laws Committee and approved by the Board of Directors before it is presented at the business meeting of the Association for ratification.

Executed and signed by members of the Constitution and Bylaws Committee on the date shown below:

The Constitution & By-Laws Committee


Rogelio Alama


Wildan Cabactulan


Roy Gaane


Epifanio Gagajena


Marjorie Green


Erwin Icajan


Juan Y. Ilustrisimo, Jr.

Roman Mosqueda

Rudy Nasol

Bert Serrano


Rodrigo L. Farrales, Jr.
Chairperson

August 30, 2010