

ATENEO ALUMNI ASSOCIATION OF NORTH AMERICA
(Acronym: AAANA)

CONSTITUTION AND BY-LAWS

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.

ARTICLE I - NAME AND DOMICILE

Section 1. The official name of the organization shall be ATENEO ALUMNI ASSOCIATION of NORTH AMERICA, Inc. (AAANA) and shall be referred to as the "Association or 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 and individual alumni/ae 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 active participation in any and all appropriate educational, spiritual, cultural, civic and charitable projects to encourage membership by all Ateneans;

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 Schools (or Jesuit Schools) and Universities in the Philippines.

ARTICLE III- GEOGRAPHICAL DIVISION OF AAANA

Section 1. Region I (USA Eastern Region): Connecticut, Delaware, Maine, Maryland, Ohio, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia, West Virginia, Florida, Georgia, Louisiana, Illinois, Indiana, North Carolina, South Carolina, Wisconsin, Wyoming, Colorado, Nebraska, New Mexico, and Washington, D.C.

Region II (USA Western Region): Alabama, Alaska, Arizona, Arkansas, California, Idaho, Iowa, Hawaii, Kansas, Kentucky, Michigan, Minnesota, Mississippi, Missouri, Montana, Nevada, North Dakota, Oklahoma, Oregon, South Dakota, Utah, Tennessee, Texas and Washington State,

Region III (Canada): Alberta, British Columbia, Manitoba, New Brunswick, Newfoundland and Labrador, Nova Scotia, Ontario, Prince Edward Island, Quebec and Saskatchewan. The three territories are Northwest Territories, Nunavut & Yukon

Region IV (Mexico): The whole of Mexico.

Section 2. Each State (*Region*) shall be headed by a State (Regional) Chair who is the incumbent President of one of the AAA's and elected by the AAA's of that Region.

Section 3. The State (*Regional*) Chair shall serve two years co-terminus with the term of the National Officers.

Section 4. The State (*Regional*) Chair shall be the liaison officer between the AAANA President and/or the Board of Directors and the AAA's in his Region.

ARTICLE IV- MEMBERSHIP

Section 1. The qualification for membership to the Association are:

- a. Minimum of 2 academic years in grade school, high school, college, associate degree, or graduate school from any Ateneo School (hereinafter collectively referred to as the "Ateneo Schools or Ateneo's and which

- includes any Jesuit school in the Philippines);
 - b. Honorary membership to the Association may be bestowed to holders of honorary degree from any of the Ateneo school without voting privileges;
 - c. Auxiliary membership may be bestowed to spouses of members of the Association or the local chapter without voting privileges.
- Section 2. Membership will be through any organized Ateneo alumni group or individually in North America accepted by the Board in writing.
- Section 3. Voting rights and election procedures shall be defined in the By-Laws section as implemented by the Commission on Elections (COMELEC).
- Section 4. The AAA (an Ateneo Alumni Association) is any group of Ateneans organized by location, by school, or by class, or chapter at large, etc. That AAA and individual may be eligible for membership to the AAANA. Each chapter will elect their President and/or Regional Chair who shall represent their organizations in the AAANA Board of Directors. Individual member may be eligible to be voted to the Board of Directors
- Section 5. A member shall be in good standing if he/she has paid the annual dues at the local AAA's on or before December 31st of each calendar year for the succeeding year and attended at least 2 meetings of his/her chapter as certified by the President of the local AAA and/or the AAANA treasurer. Payment of the registration fee at the AAANA Convention shall qualify him/her to vote at the National Officers' election.

ARTICLE V - NATIONAL OFFICERS

- Section I. The National Officers of the Association shall consist of the President, Immediate Past President, President-elect, Secretary (*Recording Secretary, Corresponding Secretary*), Treasurer, and Internal Auditor and Legal Counsel. (*Henceforth, any reference to the President, President-elect, Corresponding Secretary, Recording Secretary, Treasurer, Internal Auditor and Legal Counsel. (Henceforth, any reference to the President, President-elect, Corresponding Secretary, Recording Secretary, Treasurer, and Internal Auditor and Legal Counsel will mean these National Officers unless otherwise specified).*)
- a. The following are the candidates for the next term: President, President-elect, Secretary (*Recording Secretary, Corresponding Secretary*), Treasurer, Internal Auditor, Legal Counsel, and State ((Regional) Chairs at the AAANA Convention.
 - b. All officers at the National Level, (Regional level), State level, and the local Ateneo Alumni Associations level shall hold office for two years.
 - c. An elected National officer may be removed for cause as determined by 2/3 votes of the Board.

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: President, the immediate past President, the President-elect, the Treasurer, Secretary (the Recording Secretary, the Corresponding Secretary), the Internal Auditor, Legal Counsel, the State (*Regional*) Chairs, presidents of Triple A's and representative of other groups, i.e. Chapter at Large, if any. *The President shall be the Chair of the Board and the President-elect is the Vice Chair.*

Section 2. The Board of Directors shall hold at least 4 electronic meetings or more as needed in a year. During the year of the Convention, the Board shall have at least 3 electronic meetings or more as needed and at least 1 physical meeting during the year of the national convention. The quorum shall be the majority of those present in a scheduled Board meeting and business will be transacted and resolutions passed by majority of those present in a scheduled Board meeting for as long as there is a quorum.

Section 3. The Board of Directors shall establish guidelines for the creation and dissolution of AAANA, (*Regional*,) State and local organizations and its membership.

Section 4. The Board of Directors shall establish guidelines for the transaction of business, coordination of all AAANA activities, operation and maintenance of the National Headquarters and/or satellite Offices.

The Board of Directors shall require the President and his national officers to submit within 3 months of assumption of office a 2-year Plan of Action with its own budget. The Plan of Action and Budget shall be submitted to the Board for approval.

Section 5. The Board of Directors shall establish guidelines and shall be responsible in the publication of press releases about the activities of AAANA, Inc.

ARTICLE VII- DUTIES OF THE NATIONAL OFFICERS AND EXECUTIVE COMMITTEE

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;
He shall preside over the Board of Directors' meeting and shall be

the Chairman of the Board; and

- c. 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 voting member of the Board, providing a continuity between his administration and the current administration.

Section 4. The Secretary shall keep the minutes of the meetings of the Board of Directors shall issue notices of meetings and conduct general correspondence of the Association and the Board of Directors, as well as perform other duties assigned by the President (*and 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. 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*)

Section 5. The Treasurer shall be the Financial Officer of the Association and shall be under the direction of the President and/or the Board.

- a. He shall receive and act as custodian of the funds of the Association at the national level;
- b. He is primarily responsible for the collection of the membership and other fees passed by the Board;
- c. He shall submit the financial report in all Board meetings and shall furnish a copy to all Board members. He will prepare the assets and liabilities of the Association. He will work with the Auditors;
- d. He shall be responsible in filing the annual tax returns of the Association in a timely manner.

Section 6. The Auditor (internal Auditor) shall be responsible for the audit of the annual financial reports of the Association and shall certify the same to the members of the Board.

Section 7. Legal Counsel - The Legal Counsel shall be elected by majority of the members present during the National Assembly. The legal counsel will assist the President and/or the Board with any legal issues that may arise within the Association at all levels and from without, affecting 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 Chairs. The Committee Chair shall appoint its members. Each committee shall compose of at least 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/or members of the Association.
- b. Commission on Elections (COMELEC) - shall be responsible in setting rules procedures for the nomination and election of officers at the national level, regional level, and state level.
- c. Awards & Recognition Committee - shall recommend all awards to the Board. The committee shall promulgate rules and procedures. The Board will receive the names of recommended awardees by the Committee and shall make the final decision.
The members of the Committee shall be the Immediate Past President and four members.
- d. National Convention Committee to handle the planning and funding of the next scheduled National Convention.
- e. Membership Committee to institutionalize the generation of members in all states.
- f. International Relations Committee to institutionalize relationships with Ateneo Organizations all over the world.
- g. Fundraising Committee to explore ways and means to strengthen both corporate and individual fundraising efforts nationally and statewide.

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 3 members of the Board.

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

Section 4. The various Ateneo Alumni Association (AAA) in a state (*and the states under a region*) shall have at least 4 electronic meetings or more in a year and at least 3 or more during the national convention year.

Section 5. The majority of any number of members present in a properly scheduled physical or electronically scheduled meeting shall constitute a quorum.

Section 6. 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.
- a. The annual dues shall be determined by the local AAA. The local chapters must remit \$100 annually or \$200 biennially (every 2 years) to the National Association (AAANA). The Board may adjust the amount from time to time.
 - b. Individual members must pay their dues of \$100 biennially (every 2 years) and remitted directly to the treasurer of AAANA.

Section 2. Only members who have paid their membership dues shall be qualified and be voted to and be able to hold any office. The AAA local chapter treasurer after its determination of their “members in good standing” (defined as a member who attends at least 2 meetings of the local chapter in addition to up-to-date paid membership dues), will be responsible for submitting the names of these individuals who qualify at every level (level is defined as chapter, regional and national) to the local AAA and to the COMELEC for eligibility to hold office and for voting privileges.

ARTICLE XI – COMELEC

Section 1. The COMELEC shall:

- a. Promulgate rules and procedures for the conduct of elections at various AAANA levels;
- b. Solicit nominees and/or officers for the National level, (*Regional level*), and State level;
- 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 vote. 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, except at the (*Regional*), State and local levels.

Section 3. The newly elected National Officers will be sworn in during the AAANA National Convention.

ARTICLE XII- AMENDMENTS

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

- a. At the general membership meeting by all members present during the National Convention; and
- b. By two thirds (2/3) majority votes of those present and qualified to vote

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 meeting of the Association for ratification at the AAANA National Convention.

Section 3. The Committee shall provide the proposed amendments to all members in good standing of the Association at least 30 days prior to the date of the next National Convention.

Section 4. All provisions of the 2012 Constitution and By-Laws, rules and regulations inconsistent with the 2025 Constitution and By-Laws are deemed repealed.

ARTICLE XIII – EFFECTIVITY

Section 1. These 2025 Constitution and By-Laws of the Ateneo Alumni Association of North America (AAANA) shall take effect on February 28, 2025.

Approved and ratified this 28th day of February 2025 during the National Convention and Election of National Officers of AAANA for the Biennial Year, 2024-2026 at Gold Coast Hotel, Las Vegas, Nevada, U.S.A.

CARLOS TAPANG
President

ATTESTED BY:

Atty. Ferdinand G. Suba, Esq.
Legal Counsel