

BYLAWS OF
THE TAIPEI FIRST GIRLS' HIGH SCHOOL
ALUMNI ASSOCIATION OF NORTHERN CALIFORNIA
(An Unincorporated Nonprofit Association)

ARTICLE I — NAME

The name of the organization shall be Taipei First Girls' High School Alumni Association of Northern California. Its abbreviation shall be "TFGHAA-NC." The name of the association was registered with the State of California and granted a certificate of registration by the Secretary of State, Bill Jones, on the 20th day of October 1998.

ARTICLE II — PURPOSES

The purposes of Taipei First Girls' High School Alumni Association of Northern California shall be:

1. To build a fellowship among alumni through participation in various activities,
2. To promote the standard and spirit of the Alma Mater, and
3. To contribute to the goodwill and benefit of alumni and the Alma Mater.

The TFGHAA-NC shall not engage in any political or business agenda or activities for any personal gains, or in any unlawful activities.

ARTICLE III — OFFICE OF THE ASSOCIATION

The office of the association shall be located in Northern California at a place designated by the Board of Directors from time to time.

ARTICLE IV — MEMBERSHIP

Section 1. Eligibility and Duties. A person must have attended the Taipei First Girls' High School or any branches of the school at one time or another. Graduation from Taipei First Girls' High School is not required. A member shall abide by the purposes and these Bylaws of the TFGHAA-NC, and shall not engage in any personal activity in the name of TFGHAA-NC.

Section 2. Classification. Membership in TFGHAA-NC shall be classified as Annual, Life and Honorary.

1. Annual member — An annual member shall abide by these Bylaws of the association and pay annual dues. An annual member shall receive newsletters and have the right to vote.
2. Life member — A life member shall comply with all provisions affecting an annual member, except that she/he shall pay one time dues. A life member shall receive newsletters and have the right to vote.
3. Honorary member — Any former or current faculty and staff of the Taipei First Girls' High School or any branches of the school shall be eligible as a honorary member and be exempt from paying dues. An honorary member shall receive newsletters but have no voting rights.

Section 3. Termination. Termination of membership shall be made by the Board of Directors. Membership in TFGHAA-NC shall be subject to termination on the basis of (a) violating the purposes and these Bylaws of the TFGHAA-NC, or (b) any serious unlawful misconduct.

Section 4. Membership Dues. Annual dues and one-time dues to become a life member shall be determined on a calendar basis by the majority of the then current Board of Directors before the beginning of each calendar year. As of the date of ratification of these Bylaws, the annual dues has been \$20.00 and the dues to become a life member has been \$150.00. Dues are subject to adjustment; however, additional dues shall be waived for those individuals who have already become life members prior to the adjustment of the dues.

ARTICLE V — BOARD OF DIRECTORS

Section 1. Board of Directors and Election of the Chairperson.

The Board of Directors shall consist of an odd number of directors ranging from 17 to 25, which includes the chairperson. Only annual or life members can qualify to become a director. The nomination committee shall nominate director candidates (see Article VII – Committees) and the directors shall be elected by the members by ballot. The term for a director is two years except for the chairperson. The term of the chairperson as a director shall not exceed three years. A director may be nominated to continue for an additional year.

The chairperson shall be the immediate past president or the current president. Before the annual election for the new directors, the current Board shall determine if it will invite the current president to be the chairperson for the upcoming term. If the Board determines to make such an invitation, then the current president may choose to accept the invitation to be the new chairperson for a one-year term. If the Board determines not to make such an invitation or the current president decides not to accept the invitation, then the person to be elected as the president of the upcoming term shall also be the chairperson. Or the chairperson may be selected from the current directors that have served the two-year term and such selection shall need unanimously approval by the board. A chairperson cannot serve for more than one term of one year, unless the chairperson was also simultaneously the president during the same term, in which case the chairperson may be invited to be chairperson for one additional one-year term. In principle, the director seats shall be staggered such that every year there will be an election to elect half of the Board of Directors. However, the actual number of new directors needed to form the next year's Board shall be determined once the chairperson for the next term (year) is determined.

The annual inauguration of new officers and directors shall take place during the annual membership meeting. Any directors who fail to attend three Board meetings without a good cause shall be subject to termination by a majority vote of the Board. If a vacancy on the board of directors occurs, the Chairperson shall appoint the person who received the most votes but was not elected a director at the most recent election and who is willing to serve to fill the balance of the term of the vacating director or up to two years. If there is no such person, then the vacancy shall remain until the next election. A person elected or appointed to the board must become a paid up member of the association for the duration of such person's term on the board of directors at the time the term commences.

Section 2. Election of the Officers.

The officers of TFGHAA-NC shall be as follows: President, Vice President, Secretary and Treasurer.

President: Before the annual election of the new directors, the Board shall elect a new president for the upcoming term from directors who have one remaining year in their term.

Officers: After the annual election of the new directors, the new Board shall elect the following officers: vice president, secretary and treasurer.

Section 3. Duties of Chairperson.

The chairperson shall provide advisory services to the president and the Board, to consult and propose the amendment of the Bylaws if needed, and to serve on the nomination committee.

Section 4. Duties of Officers

1. The president shall call the meetings and preside at all meetings, and shall assign tasks or appoint committees as needed to carry out association objectives. The president is the chief public spokesperson of the association. The term of the president shall be for one year, and she/he may succeed herself/himself for one addition term. The president shall be in charge of the annual member meeting.
2. The vice president shall assume the duties of the president in her/his absence or if she/he is temporarily unable to perform the duties of her/his office.
3. The secretary shall keep the minutes of all meetings and shall read them as directed by the president. She/He shall also assist the president in handling correspondence, keep a current record of names and addresses of members.
4. The treasurer shall collect dues and shall be the custodian of all association funds, make regular reports to the directors and make financial report available to members, pay all bills as directed by the Board, prepare tax filings, if required, keep an itemized record of all receipts and expenditures, and present the record for annual review/audit. Any single expenditure over \$300 outside the pre-approved annual budget shall be approved by the Board. Any single expenditure over \$1000 must be signed by the treasurer and co-signed by one other officer with the approval of the president.

ARTICLE VI — MEETINGS

1. Regular Board meetings shall be called by the President and conducted once every three months. The meeting place shall be arranged by the president. Special Board meetings shall be called by the president or by a request of a majority of the Board and all directors must be invited to attend. A quorum shall consist of a majority (over half) of the total directors. If a quorum is present, any decision shall be approved by a majority (over half) vote of the directors present at the board meeting
2. Annual member meeting shall be held once a year, and all members should be encouraged to attend. All members are recommended and encouraged to wear school colors of green shirt and black skirt to symbolize unity and spirit at these meetings.

ARTICLE VII — COMMITTEES

Committees may be authorized or delegated by the Board to conduct business effectively. For each committee, the Board shall appoint committee chairperson from the Board of Directors. Other committee members shall be the active TFGHAA-NC members. The following is a summary of committees that may be formed by the Board if needed.

1. **Membership Committee** — collect, update, and keep membership data.
2. **Public Relations Committee** — network with other organizations and business, solicit advertisements or raffle prizes.
3. **Activities Committee** — plan and execute events and activities.
4. **Publication Committee** — plan, design, edit, print, and mail newsletters and yearbooks.
5. **Service Committee** — provide care and services to teachers and members in need, and participate in selected charitable community activities.
6. **Nomination Committee** — composed of the Chairperson of the Board, the President and three other directors. Responsible for the nomination of succeeding directors and vacant seats, and establishment of procedures to carry out elections in accordance with these Bylaws.
7. **Web Page Committee** — design and update information onto TFGHAA-NC web site.

ARTICLE VIII — FISCAL YEAR

The fiscal year of the Taipei First Girls' High School Alumni Association of Northern California shall start from October 1 to September 30 of the following year.

ARTICLE IX — BANK ACCOUNTS

All funds not otherwise employed shall be deposited into a savings and/or checking account in the name of the Taipei First Girls' High School Alumni Association of Northern California, and at a bank and/or savings and loan institution designated by a majority of the Board of Directors.

ARTICLE X — ACTIVITIES AND RESTRICTIONS

The TFGHAA-NC is organized exclusively for the purposes set forth in Article II — Purposes. No portion of the money or other property received by the TFGHAA-NC from any source, including operations, shall be applied to the benefit of, or be distributed to directors, members or any other private person.

No part of the activities of the TFGHAA-NC shall be the carrying on of any propaganda, or otherwise attempting to influence legislation. The TFGHAA-NC shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for office.

ARTICLE XI — AMENDMENT TO THE BYLAWS

A Board meeting shall be called by the President to have these Bylaws amended. Proposed amendment of the Bylaws shall be presented to the Board of Directors in attendance at this Board meeting, and shall become effective upon amendment of the same by a vote of two-thirds (2/3) of the total Directors.