

Northeast
Dollars for
SCHOLARS®
A Program of Scholarship America®

BYLAWS

ARTICLE I - NAME

The name of this organization is Brushton-Moira Dollars for Scholars, a Dollars for Scholars® Chapter affiliated with Scholarship America®.

ARTICLE II - PLACE OF BUSINESS

The Chapter's initial place of business shall be at Brushton-Moira Central School, in the community of Brushton, NY 12915.

ARTICLE III - PURPOSE

The purpose of the Chapter shall be to expand access to higher education for resident students of the following communities Bangor, Brandon, Brasher, Brushton, Dickinson, Lawrence, and Moira in the state of New York and who are graduates of Brushton-Moira Central School; and non-residents who are graduates of Brushton-Moira Central School by promoting the Dollars for Scholars program, developing an operational structure, raising funds for student aid distribution, and distributing awards on a fair and nondiscriminatory basis. The Chapter shall operate in a manner consistent with the policies and procedures of Scholarship America.

ARTICLE IV - POWERS

The Chapter is empowered to raise and receive money and other property by gift, device, subscription, dues, and other legal means and to expand and contribute the funds so raised and do all things necessary or desirable to carry out the purpose set forth in Article III of these Bylaws. The Chapter shall have no capital stock and shall be operated solely for charitable purposes. No officer or director shall be entitled to receive compensation from the student aid fund for services to the Chapter. Annual recertification and year-end reporting to Scholarship America is required for the Chapter Agreement and Charter to remain in effect.

ARTICLE V - MEMBERS

Any person, firm, corporation, or organization subscribing to the purpose of these Bylaws and making an annual contribution of voluntary participation or funds for the benefit of the Chapter shall become a member of this Chapter.

ARTICLE VI - BOARD OF DIRECTORS AND OFFICERS

Number and Title. The officers of the Chapter, elected from among a Board of Directors, shall consist of a President, a Treasurer, a Secretary, one or more Vice Presidents, and such other officers as the Board of Directors may choose to elect.

Board of Directors. At the meeting at which the Bylaws are adopted by majority vote of those present, the number of Directors for the ensuing year shall be fixed, and the number so fixed shall be elected Directors of the Chapter. Insofar as practical, one-third of the Directors so elected shall serve for a term of one year, one-third for a term of two years, and one-third for a term of three years, the terms of the Directors being determined by lot or some other equitable procedure.

At each Annual Meeting thereafter, the Chapter Directors may fix the number of Directors, shall elect one-third of the number so fixed to serve a term of three years, and may elect additional Directors for shorter terms to fill vacancies, it being the intent of this Bylaw that insofar as practicable the term of office of one-third of the number of Directors fixed at each Annual Meeting shall expire at the next succeeding Annual Meeting. The Board of Directors shall make, implement, and supervise the policies of the Chapter, shall elect all officers, and may fill vacancies in the Board of Directors which occur between Annual Meetings.

President. The President (and at times of his/her absence or inability the Vice President) shall be the chief executive officer of the chapter, shall preside at all meetings of the members of the Board of Directors and the Executive Committee, and shall implement Chapter policy as established by the Board of Directors.

Treasurer. The Treasurer shall be the custodian of all Chapter funds. At Chapter expense he/she shall be bonded each year. He/she shall deposit all receipts in a bank or banks designated by the Board of Directors and shall disburse Chapter funds only by checks or other orders for the payment of money. The Treasurer shall make and submit to Dollars for Scholars such reports as Dollars for Scholars may prescribe relative to Chapter finances.

Secretary. The Secretary shall record and keep minutes of the meetings and shall prepare and transmit to Dollars for Scholars such reports as may be required by Dollars for Scholars pursuant to these Bylaws and to annual Chapter recertification.

Other Officers. The Vice Presidents and such other officers as the Board of Directors may from time to time elect shall have such powers and perform such duties as the Board of Directors may determine.

ARTICLE VII - STANDING COMMITTEES

By vote of the Board of Directors, the following committees may be established:

Executive Committee. Between meetings of the Board of Directors, the conduct of Chapter operations may be directed by an Executive Committee composed of the officers of the Chapter, the Chairperson of the Committees specified in this Article, and such Directors of the Chapter as the President may appoint from time to time subject to the approval of the Board of Directors.

Fund-Raising Committee. Fund-Raising Committee chaired by a Chapter Director and comprised of other members of the Chapter, who need not be Directors, whose function it shall be to enlist and recruit membership for the Chapter and to raise funds by the solicitation of gifts and by other means. It shall make and transmit to the Secretary for the records of this Chapter and thereby to Dollars for Scholars such reports as Dollars for Scholars may prescribe relative to Chapter fund-raising activities.

Publicity and Recognition Committee. Publicity and Recognition Committee, chaired by a Chapter Director and comprised of other members, who need not be Directors, whose function it shall be to publicize the purposes and accomplishments of the Chapter in the Chapter Area.

Nominating Committee. Nominating Committee, chaired by a Chapter Director and comprised of other members, who need not be Directors, whose function it shall be to prepare and present to the Board of Directors at least ten days in advance of each Annual Meeting of Directors a slate of Directors and officers to be proposed for election at such meeting. This slate as presented or amended by the Directors, shall be voted on at the Annual Meeting of the Board of Directors.

Awards Committee. Awards Committee, chaired by a Chapter Director, which shall be comprised of not fewer than three members, who need not be Directors. No person shall attend or take part in any meeting of the Awards Committee at which applications for student aid are to be discussed so long as there is pending before the Committee an application for student aid from any relation of such person or spouse. In making awards, the Awards Committee shall apply such rules and standards not inconsistent with the purpose of this Chapter as are prescribed in these Bylaws and Charter between this Chapter and Scholarship America and, subject to such rules and the approval of the Board of Directors, it shall implement and oversee all policy relative to awards, and shall make and transmit to the Secretary for the information of this Chapter and thereby to Dollars for Scholars such reports as Dollars for Scholars may prescribe relative to awards procedures.

Academic Support Committee. Academic Support Committee, chaired by a Chapter Director and comprised of other members, who need not be Directors, whose function it shall be to initiate and extend academic support to students in the community as prescribed in Dollars for Scholars' *Chapter Guidebook*. In developing academic support activities, the Academic Support Committee shall be subject to these Bylaws and the approval of the Board of Directors, and shall transmit to the Secretary for the information of the Chapter and thereby to Dollars for Scholars such reports as Dollars for Scholars may prescribe relative to academic support procedures.

President as Ex-Officio Committee Member. The President shall serve as a member ex-officio on all Committees.

ARTICLE VIII - TERM OF OFFICE

The term of office of the officers and committee members of the Chapter shall be three years and at the pleasure of the Board of Directors, expire at the next succeeding Annual Meeting of the Board of Directors or when their respective successors are elected and qualify. The members and Chairpersons of all Committees, except the Executive Committee, shall be appointed by the President subject to the approval of the Board of Directors.

ARTICLE IX - MEETINGS

Annual Meeting of the Board of Directors. One meeting each year of the Directors shall be designated the Annual Meeting of the Board of Directors and shall be held on a date at such time and place as shall be fixed by the President. Notice of the time, place, and date of this meeting of Directors shall be published in a newspaper of general circulation in the Chapter Area or posted at a public place in the Chapter Area at least seven days prior to the meeting. The Annual Meeting of the Board of Directors shall be open to all members and residents of the Chapter Area, but only persons who are duly elected Directors shall be entitled to be heard or to vote on any matter brought before the meeting. The Board members may, however, exercise discretion in permitting or inviting meeting guests to address the Directors.

Other Meetings of Directors. Regular meetings of the Board of Directors will be held as follows: quarterly; minimum of four per year . Special meetings of the Board of Directors may be held from time to time upon call of the President or upon written application to the Secretary of not less than one-third in number of the Directors then in office. The Secretary shall make public announcement of the meetings in accordance with procedures set forth above. The Secretary shall mail written notice of all meetings of the Board of Directors to each Director at least seven days prior to the meeting unless the time, place, and date of such meeting has been previously fixed by vote of the Board of Directors, or unless waiver of notice of the meeting is signed by every Director and filed with the Secretary.

Meeting of the Executive Committee. Meetings of the Executive Committee may be called by the President at any time. Notice of the date, time, and place of Executive Committee meetings shall be furnished to each Executive Committee member by the Secretary by mail, telephone, messenger, or other reasonable means at least seventy-two hours in advance of the meeting unless the time, date, and place of the meeting has been previously fixed by vote of the Executive Committee, or unless waiver of notice of the meeting has been signed by every Executive Committee member and filed with the Secretary.

Quorum. One-third of the Directors then in office shall constitute a quorum in the case of a meeting of the Board of Directors; and a majority of those present at a meeting, and entitled to vote, shall decide any matter properly brought before the meeting.

ARTICLE X - FISCAL YEAR

The fiscal year of the Chapter shall be the twelve-month period ending December 31 of each year. Annual financial reports shall be based on this twelve-month period. Chapter officials may choose to operate chapter activities and elect officers on the basis of a school calendar.

ARTICLE XI - CHAPTER DISSOLUTION

In the event of dissolution, the Chapter shall distribute all unrestricted funds in accordance with the Chapter Agreement and restricted funds (endowments) in accordance with all written endowment agreements, subject to the restriction that the distribution must be exclusively for charitable, educational, or scientific purpose which would permit the Chapter to qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE XII - AMENDMENTS

These Bylaws may be amended by vote of the Directors at any annual, scheduled, or special meeting called for the purpose of acting upon a proposed amendment, provided that no such amendment shall become effective until it has been approved in writing by Scholarship America national headquarters.

ARTICLE XIII - EFFECTIVE DATE OF THESE BYLAWS

These Bylaws shall become effective upon their adoption at a meeting as provided in Article VI. Once adopted in this present form, these Bylaws become the governing documents of Brushton-Moira Dollars for Scholars and are placed on file in the Chapter Area and at Scholarship America national headquarters in accordance with the Chapter Agreement entered into between the Chapter and Scholarship America. If the Bylaws are adopted with amendments, such amendments must be brought to the attention of Scholarship America in accordance with Article XII, above.

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CHAPTER AGREEMENT

This Agreement is made this 5th day of April, 2011 by and between Brushton-Moira Dollars for Scholars (the Chapter), an association in the State of New York having its current address at 758 County Route 7 Brushton, NY 12916 in the county of Franklin.

and

Scholarship America®, a charitable corporation having its principal offices at One Scholarship Way, P.O. Box 297, Saint Peter, Minnesota 56082.

NOW THEREFORE, Scholarship America and the Chapter agree as follows:

1. Scholarship America hereby appoints and designates the Chapter as its affiliate and representative in the communities of Bangor, Brandon, Brasher, Brushton, Dickinson, Lawrence, and Moira in the state of New York and hereby licenses and requires the Chapter to use the words "Dollars for Scholars" in the title of its organization, and licenses the use of the mortarboard/book logotype and words "Dollars for Scholars" on Chapter materials and promotions. Scholarship America also agrees to provide 501(c)(3) tax-exempt status to its affiliate and to apply to the IRS for the Chapter's Employer Identification Number (EIN).

The Chapter shall operate in a manner consistent with the policies and procedures of Scholarship America.

2. Scholarship America further agrees to provide the Chapter with the Dollars for Scholars *Chapter Guidebook*, a treasurer's journal, and other materials upon affiliation, and to provide assistance from staff by phone or in person for as long as the Chapter complies with the provisions of this Agreement.

3. The Chapter hereby certifies that Bylaws governing the activities Brushton-Moira Dollars for Scholars were adopted on the 5th day of April, 2011, and agrees to comply with the provisions thereof.

4. The Chapter agrees to comply with all applicable laws and regulations thereunder relating to its organization, existence, activities, and good standing as a nonprofit organization in the State of New York. The Chapter shall take such action as may be necessary to maintain its tax-exempt status under the provisions of the Internal Revenue Code.

5. The Chapter agrees to bond its treasurer and make required transmittals or annual reports as stipulated by Dollars for Scholars® or Scholarship America relative to fiscal matters, recertification, and mode of operation.

6. In submitting this Chapter Agreement to Scholarship America, the Chapter hereby authorizes inclusion of its name and other appropriate information in Scholarship America's Group Exemption Roster.

7. This Agreement shall remain in effect so long as the Chapter complies with the provisions of this Agreement and the Chapter Bylaws, and provided, further, that Scholarship America may terminate this Agreement in the event of default by the Chapter in the performance of any of its obligations and requirements under this Agreement or the Chapter Bylaws if such default is not corrected within thirty days after written notice is furnished by Scholarship America specifying the nature of the default.

8. In the event of termination of this Agreement for any reason, the Chapter shall promptly discontinue the use of the words "Dollars for Scholars"; shall relinquish any right for the use of the mortarboard/book logotype; and shall cease to represent in any way that it is affiliated with Scholarship America.

9. In the event of dissolution, the Chapter shall distribute all remaining funds in accordance with the Chapter Bylaws, subject to the restriction that the distribution must be exclusively for charitable, educational, or scientific purposes which would permit the Chapter to qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law). In addition, any funds donated to the Chapter shall be given to another 501(c)(3) organization. Contribution to a local high school or local government entity does not qualify as a 501(c)(3) organization.

WITNESS the execution hereof by the undersigned, duly authorized officers of Brushton-Moira Dollars for Scholars and Scholarship America.

Name of Organization

Scholarship America®

Brushton-Moira Dollars for Scholars

by _____
President/Acting President

Deborah I. Fichtner
National Director of Operations
Dollars for Scholars®/Scholarship America®

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DOLLARS FOR SCHOLARS®
CHAPTER HIGH SCHOOLS

Chapter Name: Brushton-Moira Dollars for Scholars **Chapter ID:** NY2374

Date Submitted / Updated: 4/8/11

List all high schools where students may apply for your chapter's scholarships – if necessary attach additional sheet(s). *Please print or type.*

- | | | |
|----|--|--|
| 1. | <u>Brushton-Moira Central School</u>
High School Name | <u>www.bmcisd.org</u>
Web Site Address |
| | <u>758 County Route 7</u>
Street/Mailing Address | <u>Brushton, NY 12916</u>
City, State, Zip Code |
| 2. |
High School Name |
Web Site Address |
| |
Street/Mailing Address |
City, State, Zip Code |
| 3. |
High School Name |
Web Site Address |
| |
Street/Mailing Address |
City, State, Zip Code |
| 4. |
High School Name |
Web Site Address |
| |
Street/Mailing Address |
City, State, Zip Code |
| 5. |
High School Name |
Web Site Address |
| |
Street/Mailing Address |
City, State, Zip Code |
| 6. |
High School Name |
Web Site Address |
| |
Street/Mailing Address |
City, State, Zip Code |

☐ Our chapter does not serve a specific high school(s) – instead we serve:
