

**Bylaws for
SAGE LEADERSHIP ACADEMY ALUMNI ASSOCIATION
(SLAAA)**

**Article I
Name and Purpose**

Section 1. Name: The name of this association shall be the **Sage Leadership Academy Alumni Association (SLAAA)**.

Section 2. Purpose: The purpose of this association shall be to further the management capacity of the member organizations. These members may be working in conjunction with any software publisher. The organization seeks to build the management capacity in the areas of practice management, marketing, personnel management and motivation, compensation management, pricing management, and overall sales philosophies. Membership is also intended to provide mutual support to ensure quality of services to our clients by: enabling members to train and retain staff, facilitating appropriate management of the provider organizations, and gaining the ability to ensure that the member organizations survive transition over time.

**Article II
Membership**

Section 1. Members: Any person who has successfully completed preliminary training courses in the areas related to the organization purpose through various training offerings by any respected authority is eligible for membership. Membership is also offered to anyone regardless of age, race, creed, color, gender, religion, or political affiliations. The sole criteria for membership is related to a preliminary training in the focus areas that are the concentration of the SLAAA.

**Article III
Meetings of Members**

Section 1. Place of meetings: Meetings of the members of the association shall be held at such place or places as shall be determined by the board of directors.

Section 2. Annual meeting: The date for the annual meeting shall be set by the board of directors, who shall also set the time and place.

Section 3. Notice of meetings: Notice of each meeting shall be given to each member by e-mail, mail, or telephone not less than two weeks before each meeting.

Section 4. Special meetings: Special meetings may be called by the board of directors or by written petition of ten percent of the members.

Article IV Governance

Section 1. Voting Members: All active members of the association shall be voting members of the association.

Section 2. Board Role, Size, and Composition: The board is responsible for overall policy and direction of the association. The board shall have no fewer than five, and no more than twelve, members. The board receives no compensation other than reasonable expenses as approved by a majority of members.

Section 3. Board Elections: Elections to the board shall occur once a year during the annual meeting of the association, or at any regularly scheduled meeting should a vacancy exist. Any member may nominate a member for the board in writing at least two weeks before the scheduled meeting. Active members who cannot be in attendance may leave a written proxy vote with the Chair, with no proxy being valid after thirty days of its execution date.

Section 4. Board Terms: All board members shall serve three-year terms, but are eligible for reelection. However, no board member shall serve more than two three-year terms. The first board will include members with one, two, and three-year terms. Each may be reelected for one additional term. The intent of this section is that board member terms are staggered so as to encourage continuity, and also to insure that the full board will not change at any one time.

Section 5. Quorum: A quorum must be attended by at least forty percent of the board members before business can be transacted or motions made or passed.

Section 6. Officers and Duties: There shall be four officers of the board, consisting of a Chair, a Vice-Chair, Secretary, and Treasurer. The board shall elect the officers yearly after any new members are seated. Their duties are as follows:

The Chair shall convene regularly scheduled board meetings, and shall preside or arrange for another officer to preside at all regular and special meetings.

The Vice-Chair shall chair committees on special subjects as designated by the board.

The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

The Treasurer shall be the custodian of the association's funds, shall supervise receipts and expenditures, shall render an annual statement to the membership on the financial condition of the association, and shall prepare and submit any reports required by law.

Article V Finances

Section 1. Fiscal Year. The fiscal year shall begin on the first day of January and end on the last day of December of each year.

Section 2. Member Dues: Annual dues, whose amount shall be set annually by a two-thirds majority of the board of directors, shall be required of all active members. Dues collected from the founding members of the chapter shall cover the seven-month time period of June 1, 2005 to December 31, 2005. From then on, dues shall be payable on January 1 each year and become delinquent sixty days thereafter. Any member delinquent in his or her dues for a timer period greater than 120 days may be removed from the membership rolls.

Section 3. Loans: No loans shall be contracted on behalf of the association and no evidence of indebtedness shall be issued in its name unless authorized by a two-thirds majority vote of the active membership.

Section 4. Authority. The active membership, by majority vote of those present at any regular or special meeting, must approve any unusual project requiring the expenditure of funds in excess of \$1,000.00.

Article VI Parliamentary Procedure

Section 1. Parliamentary Procedure: The latest revised edition of Robert's Rule of Order shall prevail at all meetings, except when contrary to the Bylaws or any standing rule. As a rule, the association should govern itself by consensus.

Article VII Dissolution

Section 1. Dissolution: In order to dissolve this association, the Chair or other officer must present a resolution recommending that the association be dissolved to the regular membership. A proposal for dissolution may be considered at a regular or special meeting of the active membership only after thirty days notice in writing is given to each member in good standing. The resolution to dissolve shall be adopted upon receiving at least seventy-five percent of the votes entitled to be cast by active members present or in proxy at such regular or special meeting.

Section 2. Resolution: Upon adoption of the resolution for dissolution, this association shall cease to conduct its affairs, except insofar as may be necessary for the proper completion thereof, and shall immediately cause a notice for the proposed dissolution to be mailed to each known creditor and shall proceed to collect its assets and apply and distribute them as provided in the Articles of Incorporation.

Article VIII Amendments

Section 1. Amendments: These Bylaws may be amended when necessary by a two-thirds majority of the board.

Certification

These bylaws, as amended, were approved at a meeting of the board of directors by a two-thirds majority vote on April 9, 2007.

Secretary

Date