



## PHILIPPINE SCIENCE HIGH SCHOOL NATIONAL ALUMNI ASSOCIATION CONSTITUTION and BY-LAWS

### PREAMBLE

We, the alumni of the Philippine Science High School, recognizing the strategic role that this institution plays in the cultivation of gifted young minds and realizing the special responsibility we hold in assisting our Alma Mater in the fulfillment of her mission, do hereby constitute the Philippine Science High School National Alumni Association and adopt the following rules for our guidance and government.

### ARTICLE I

#### NAME OF THE ASSOCIATION

- Section 1. The organization shall be officially known as the PHILIPPINE SCIENCE HIGH SCHOOL NATIONAL ALUMNI ASSOCIATION.
- Section 2. The association is a non-stock and non-profit organization. It may engage in fund-generating activities to finance its projects and activities in pursuit of its objectives.
- Section 3. The official logo of the Association shall have the following specifications: It shall contain the words PSHS ALUMNI ASSOCIATION 1983. The abbreviation PSHS, which is in all caps and in Interstate Black font, comes in dark blue color. The word ALUMNI, which is in lower case and in Interstate Bold font, come in bright red color. The word ALUMNI is placed below PSHS and is 3 times bigger in font size than PSHS. The letter I in the word ALUMNI is longer to symbolize a torch carrying the PSHS flame. The PSHS flame's layers are alternately colored yellow and red. The word ASSOCIATION and number 1983, which come in black color and in Interstate Bold font, are 3 times smaller in font size than PSHS and is placed below the word ALUMNI. The number 1983 refers to the year the association was founded.

### ARTICLE II

#### OBJECTIVES OF THE ASSOCIATION

- Section 1. Establish contact among PSHS alumni for mutual assistance in their personal and professional development.
- Section 2. Organize the members' collective efforts in assisting their Alma Mater in the fulfillment of its academic mission as a world-class institution for secondary education.
- Section 3. Cultivate and foster close fellowship among the alumni through gatherings and socio-civic activities.

Section 4. Provide a forum whereby the various disciplines could be integrated meaningfully with the larger Filipino society, and upon which concrete and viable action can be based.

Section 5. Encourage the formation of professional, regional, geographical organizations of PSHS alumni.

### ARTICLE III MEMBERSHIP

Section 1. All graduates of the Philippine Science High School System, consisting of the existing campuses mentioned in Republic Act ("R.A.") No. 8496, as amended by R.A. No. 9036, and future campuses which shall be established under said laws, are automatically members of the Association.

Section 2. A non-graduate of the Philippine Science High School System who has rendered valuable service to the Philippine Science High School System and/or the association may be nominated as an honorary member by any regular member in good standing of the Association and may be elected as such by a majority vote of the Board of Directors.

### ARTICLE IV RIGHTS AND DUTIES OF MEMBERS

Section 1: A member in good standing is one who:

- a. Pays membership dues and other fees prescribed by the Board of Directors;
- b. Participates in Association activities.

Section 2. A member in good standing shall have the following rights:

- a. Can vote and can be elected into office;
- b. Can request access to official records, documents and papers pertaining to the acts, transactions or decisions of the Association unless otherwise specified;
- c. Can use the properties and facilities of the Association according to the rules and regulations agreed upon for this purpose;
- d. Can propose amendments and resolutions through the Board of Directors.

### ARTICLE V THE GENERAL ASSEMBLY

Section 1. All members of the Association present during the annual alumni homecoming shall constitute the General Assembly.

Section 2. The General Assembly shall decide on general policies and issues affecting the Association and shall elect the members of the Board of Directors.

Section 3. Decisions of the body shall be considered valid upon the simple majority vote (50% + 1) of those present during the General Assembly.

ARTICLE VI  
THE BOARD OF DIRECTORS

Section 1: The Governing Body of the Association shall be its Board of Directors.

Section 2: The Board of Directors shall have fifteen (15) members composed of the following.

- a. Fifteen (15) members elected-at-large during the General Assembly. Eight (8) members elected every odd year and seven (7) members elected every even year.
- b. The immediate Past Chairman of the Association shall be an ex-officio member of the Association. As an ex-officio member, he or she will not have voting powers.
- c. A Board Member may be elected for a maximum of 3 consecutive terms.

Section 3. The members of the Board of Directors shall serve a term of two (2) years. The members of the Board of Directors shall assume office on the first day of the calendar year immediately after his or her election.

Section 4. The Board of Directors shall:

- a. Have the power and function to formulate policies pertaining to the Association.
- b. Administer the affairs of the Association in between meetings of the General Assembly.
- c. Create or dissolve committees as it deems necessary in the performance of its duties.
- d. Oversee the activities of the alumni homecoming committee. The alumni homecoming committee will be spearheaded by the silver (25 years) jubilarian batch supported by four (4) immediate jubilarian batches for the coming year.
- e. Submit to the General Assembly the annual report and financial statement of the Association.
- f. Deliberate and act on proposals presented by the different committees.
- g. Deliberate and act on issues relevant to the alumni and to the PSHS community.
- h. Champion the interests of all regional campuses.

Section 5. The Board of Directors must meet at least once every three months.

Section 6. A simple majority of the members of the Board of Directors shall constitute a quorum. Decisions of the Board shall be considered valid when voted by a simple majority of those present, provided a quorum is in attendance.

ARTICLE VII  
OFFICERS

Section 1. The Association shall have the following officers who shall be elected by the Board of Directors from among themselves: Chairman, Vice-Chairman, Executive Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Auditor, and Public Relations Officer, who shall perform the duties and responsibilities of their respective positions.

Section 2. No person shall have the right to vote and be eligible to any of the aforementioned positions unless he is a member of the Association in good standing.

Section 3. All officers shall hold office for a term of one (1) year and until their successors shall have been duly elected.

ARTICLE VIII  
DUTIES AND RESPONSIBILITIES OF THE OFFICERS

Section 1. The Chairman shall have the following functions and duties:

- a. Be the Executive Officer of the Association, and as such shall have active executive management of the operations of the Association subject, however, to the control of the Board of Directors.
- b. Represent the Association in official functions participated in by the Association and be its official spokesman. He shall represent the Association in the Board of Trustees of the Philippines Science High School System as provided under Section 8 of R.A. No. 8496, as amended by R.A. No. 9036.
- c. Have the power to call and preside over all the meetings of the Board of Directors and the General Assembly.
- d. Sign contracts and agreements which the Association enters into.
- e. Delegate such powers to any member of the Board of Directors whenever necessary.
- f. Prepare and submit to the Board an annual Report of the Association for approval.

Section 2. The Vice-Chairman shall have the following functions and duties:

- a. Perform the duties of the Chairman in case of the latter's absence, temporary incapacity, resignation or death.
- b. Perform such other duties and functions that the Chairman or the Board may assign to him.

Section 3. The Executive Secretary shall have the following functions and duties:

- a. Make and keep a record of the proceedings of all meeting of the Executive Committee, the Board of Directors, and the General Assembly.
- b. Maintain a membership directory of the Association.
- c. Be the custodian of all records of the Association.
- d. Assist the Chairman in the preparation of requirements of the regulatory bodies.
- e. Perform such other duties and functions as the Chairman or the Board may assign to him/her.

Section 4. The Assistant Secretary shall act as the Secretary whenever the Secretary is absent or incapacitated.

Section 5. The Treasurer shall have the following functions and duties:

- a. Collect all dues, regular or special, and all donations to the Association and shall disburse funds in accordance with the By-Laws.
- b. Prepare and submit an Annual Financial Report to the Board.
- c. Perform such other duties and functions as the Chairman or the Board may assign to him/her.

Section 6. The Assistant Treasurer shall act as the Treasurer whenever the Treasurer is absent or incapacitated.

Section 7. The Auditor shall have the following functions and duties:

- a. Audits the financial records kept by the Treasurer.
- b. Conducts an audit of the book of accounts and properties of the Association.

c. Perform such other duties and functions as the Chairman or the Board may assign to him/her.

Section 8. The Public Relations Officer (P.R.O.) shall have the following functions and duties:

- a. Assist in preparing statements and articles on activities and projects of the Association.
- b. Perform such other duties and functions as the Chairman or the Board may assign to him/her.

Section 9. Any vacant post during the term of office shall be filled up by a member of the Board of Directors and shall serve the remaining term of the post vacated.

ARTICLE IX  
NOMINATION AND ELECTION

Section 1. Only Association members in good standing are eligible for election to the Board of Directors.

Section 2. Elections of the members of the Board of Directors shall be held by secret ballot and other alternative methods such as internet voting.

Section 3. Call for nominations for the Board of Directors will be done at least one month before the General Assembly, and the deadline for submission of nominations is 1 week before the General Assembly.

Section 4. Candidates' profiles will be disseminated at least 1 week before the General Assembly.

Section 5. The candidates who will garner the highest votes, regardless of batch, shall be proclaimed members of the Board of Directors and will occupy all remaining vacant seats.

Section 4. In case of a tie for the remaining seats, incoming members of the Board of Directors will elect who, from among the tied candidates, will become member/s of the Board.

ARTICLE X  
MEETINGS

Section 1. Regular meetings of the General Assembly shall be held during the annual PSHS Alumni Homecoming.

Section 2. A special meeting, upon the request of at least ten (10) members in good standing, shall be convened to act on priority matters. Notice of the special meeting shall be given to all members at least seven (7) calendar days prior to the meeting.

Section 3. Committee meetings shall be called by the respective chairperson whenever deemed necessary.

ARTICLE XI  
AMENDMENTS

Any amendment to or revision of this Constitution shall be valid when ratified by a majority vote of the members present in the Annual Meeting of the General Assembly.

ARTICLE XII  
TRANSITORY PROVISIONS

- Section 1. The Board of Directors of both the current PSHS NAA and PSHS AA will form a joint interim Board of Directors beginning Sept 7, 2008 after ratification of the constitution.
- Section 2. The joint Board of Directors will decide among themselves the new officers of this Interim Board of Directors.
- Section 3. The current Board of Directors of the PSHS AA and Board of Trustees of the PSHS NAA will complete their terms of office. All PSHS AA Board of Directors term ends December 31, 2009, while the PSHS NAA term ends April 3, 2009.
- Section 4. There will be no election for Board of Directors in the 2008 General Assembly.
- Section 5. The terms of the Board of Directors elected during the 2009 General Assembly shall be as follows: the top eight (8) shall serve for a period of two (2) years (2010-2011) and the bottom seven (7) shall serve for a period of one (1) year (2010).
- Section 6. The terms of the Board of Directors elected beginning the 2010 General Assembly and onwards will follow Article VI, Section 2 (a).

An Excerpt from Batas Pambansa Blg. 68 otherwise known as  
"The Corporation of the Philippines"

*Sec. 48. Amendments to by-laws.*

The board of directors or trustees, by a majority vote thereof, and the owners of at least a majority of the outstanding capital stock, or at least a majority of the members of a non-stock corporation, at a regular or special meeting duly called for the purpose, may amend or repeal any by-laws or adopt new by-laws. The owners of two-thirds (2/3) of the outstanding capital stock or two-thirds (2/3) of the members in a non-stock corporation may delegate to the board of directors or trustees the power to amend or repeal any by-laws or adopt new by-laws: Provided, That any power delegated to the board of directors or trustees to amend or repeal any by-laws or adopt new by-laws shall be considered as revoked whenever stockholders owning or representing a majority of the outstanding capital stock or a majority of the members in non-stock corporations, shall so vote at a regular or special meeting. Whenever any amendment or new by-laws are adopted, such amendment or new by-laws shall be attached to the original by-laws in the office of the corporation, and a copy thereof, duly certified under oath by the corporate secretary and a majority of the directors or trustees, shall be filed with the Securities and Exchange Commission the same to be attached to the original articles of incorporation and original by-laws.

The amended or new by-laws shall only be effective upon the issuance by the Securities and Exchange Commission of a certification that the same are not inconsistent with this Code. (22a and 23a)

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