

AMENDED BY-LAWS
ATENEO ALUMNI ASSOCIATION, INC.

ARTICLE I
MEMBERSHIP

This Alumni Association has been established to help its members maintain, throughout their lives, the high ideals inculcated in them through their Ateneo education and training.

SECTION 1. *Qualifications for Membership*

The qualifications for membership to the Association are:

- (1) Graduation from one of the regularly established academic units of the University, such as the primary, secondary, and tertiary school, including the different colleges;

- (2) Attendance of at least two full years of studies in one of the regularly established schools or units of the University, including primary, secondary, tertiary, college, and professional programs of the University. Neither of the foregoing categories necessarily excludes those graduated from other Jesuit Institutions in the Philippines. (As amended on 21 July 2010 and 15 December 2010)

Membership to the Association may be bestowed upon:

- (1) Holders of honorary degrees from the University; and

- (2) Former or current members of the faculty and staff of the regularly established academic units of the University who, not being eligible under any of the preceding qualifications, have rendered service to any of the regularly established academic units of the University for at least ten (10) years. This category does not necessarily exclude the former or current members of the faculty or staff of other Jesuit Institutions in the Philippines who meet the qualifications under this category.

SECTION 2. *Classification of Members*

Members shall be further classified as active and regular members.

Active members are those who have qualified as members under Section 1 and are either:

- (1) members of the Order of the Blue Eagles;
- (2) members who have paid lifetime membership dues;
- (3) members who have paid and are up-to-date in their annual membership dues;
- (4) members who have served as board members or officer of the AAA or as class representative;
or
- (5) members who have participated in such other programs that sustain, develop and promote the Association's objectives as determined by the Board.

Regular members are those qualified as members under Section 1 who are not active members.

Only active members may be elected as a Director or Class Representative, or be appointed to any position in the Association.

SECTION 3. *Continuity of Prior Membership*

It is understood that those who have been accepted members of the association prior to the effectivity of the present By-Laws shall continue to be members.

ARTICLE II

ORGANIZATION

SECTION 1. *Establishment of Office*

The Association shall secure and establish a fully operational headquarters within the Ateneo de Manila University community.

SECTION 2. *Assembly of Class Representatives*

The Alumni Body shall be represented by the registered Class Representatives of the Assembly of Class Representatives, which will be composed of the academic units of the University, such as the grade school, high school, college, any of the Loyola Schools, and other professional schools of the University. (As amended on 21 July 2010)

The graduating batch's representative to the Student Council shall automatically serve as the class Representative of his batch. For the grade school, high school, and professional schools, the Student Council President shall automatically serve as the representative of his batch to the AAA. Each batch will also have an alternate representative.

However, on July 31st of each year, the Board shall draw up and circulate to the Alumni a list of the current registered Class Representatives and their alternates. The Alumni will be given until the end of September of the same year to replace the designated Class Representatives and/or alternates. The Board will accept or, if the Alumni have selected none appoint the Class Representatives and alternates by October of the same year.

The official list of the Class Representatives and alternate representatives of the Assembly of Class Representatives shall be maintained by the Executive Director.

SECTION 3. Annual Meetings

The annual meeting of the Assembly of the Class Representatives shall be held at the principal office of the Association every second Wednesday of November. The President shall render his annual report to the Assembly of Class Representatives regarding the activities of the Association. The elections of Directors shall also be held during the meeting.

SECTION 4. Special Meetings

Special meetings of the Class Representatives shall be called as the need thereof arises, by the Board of Directors or the President or upon petition of one-third (1/3) of the Assembly of Class Representatives.

SECTION 5. Notices

Notices of the time and place of the annual and special meetings of the Class Representatives shall be given either personally, electronic mail or by special delivery mail, at least two (2) weeks before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting.

SECTION 6. Quorum

A quorum for any meeting of the Association shall consist of majority of the registered Class Representatives of the Assembly Class Representatives and a majority of such quorum may decide any issue or item at the meeting, except those matters where the Corporation code requires the affirmative vote of a greater proportion.

SECTION 7. Order of Business

The order of the business at the annual meeting of the Assembly of class Representatives shall be as follows:

- (1) Proof of service of the required notice of the meeting;
- (2) Proof of the presence of a quorum;
- (3) Reading the approval of the minutes of the previous annual meeting;
- (4) Unfinished business;
- (5) Report of the President;
- (6) Election of the Directors for the ensuing year; and
- (7) Other matters

SECTION 8. Voting

Each Class Representative shall be entitled to one vote, and he or she may vote in person. If the Class Representative is absent or fails to be physically present during the meeting, the alternate representative shall be entitled to one vote. The alternate representative shall not be allowed to vote when the Class Representative is present.

SECTION 9. Elections

The Class Representatives shall elect the Association's Board of directors. Subject to the provisions of Article IV Section 2, elections to determine membership in the Board of Directors shall be held every second Wednesday of November. The formal election of the officers of the Association shall be held at the incoming Board's separate organizational and planning meeting. The term of office of the Board of Directors and elected officers shall commence on 1 April of the following year. (As amended on 19 May 2010)

SECTION 10. *Association Affiliation*

To satisfy the varied interest of the members of the Association and for the purpose of attaining the goal and objectives of the association, recognition and affiliation may be granted to:

- (1) Provincial and Foreign Chapters
- (2) Professional Groups
- (3) Special Interest Groups, including alumni associations of different courses, colleges, or units of the University. (As amended on 21 July 2010)

ARTICLE III

BOARD OF DIRECTORS

SECTION 1. *Duties and Responsibilities*

The Association shall be governed and administered by the Board of Directors.

The Board of Directors shall professionally carry out the purposes of the Association guided by the Christian principles and patriotic ideals fostered in and imbibed from the University. The Board is responsible for protecting and preserving the traditions among its alumni and providing and fostering support for the University. The Ateneo Board shall continually sustain and develop the interest and understanding of the alumni in the university's objectives, programs, challenges and achievements.

The powers of the Board of Directors shall include, but not limited:

- (1) To elect the officers of the Association from among them;
- (2) To manage the business, property and affairs of the Association;
- (3) To formulate the policies and determine the overall conduct and standards of the Association's plans and program of activities which shall be implemented by its officers;
- (4) To establish, raise funds for, and promote projects for the university subject to the university's own regulations, restrictions and conditions;
- (5) To establish a budget and set the fees for the Association operation and programs;
- (6) To study for approval proposals to amend or revise the Association's by-laws, rules or regulations;
- (7) To review and act upon and confirm any intermediate decisions by the President; and
- (8) To hear and rule on appeals and grievances.

SECTION 2. *Composition of the Board of Directors*

There shall be eighteen (18) members of the Board of directors, composed of the following:

- (1) Fifteen (15) Class Representatives elected Directors by the Assembly of the Class Representatives. The fifteen (15) elected Directors shall be drawn from a classification of fifty-five (55) classes divided into five (5) groups, each group consisting of ten (10) chronologically sequential graduating classes, reckoned from the most recent graduating class, provided that Group 1, which at present represents graduates from the grade School, High School, and College classes to be expanded to cover the first 15 years immediately prior to the current year, while maintaining the 10 years coverage for Groups 2 thru 5, and the Senior Alumni group for all graduates beyond Group 5. Each of these five (5) groups shall be entitled to three (3) directors who shall have term of three (3) years. Only the Class Representatives who belong to a particular group shall vote for the Director(s) allocated for that group. (As amended on 17 September 2015)
- (2) Two (2) Class representatives elected from among the Senior Alumni Group. The Senior Alumni Group shall consist of previous graduating classes beyond Group 5;
- (3) The Director of the Office of Alumni Relations shall be a voting member of the Board; (As amended on 17 September 2015)

In no case shall a Director serve for more than two (2) consecutive terms.

SECTION 3. *Term of Office*

Each member of the Board of Directors shall hold office for a term of three (3) years from their assumption into office. In no case shall a Director serve for more than two (2) consecutive terms. (As amended on 17 September 2015)

SECTION 4. *Committee of Advisers*

The Board of Directors may create a Committee of Advisers, composed of representatives of the grade school, high school, and college Diamond, Golden, Ruby, Silver, and Pearl, Jubilarian classes reckoned from the current year and the immediate past President of the Association, whose members may be allowed to attend the meetings of the board and to participate in the discussions of the matters taken therein without, however, exercising any voting rights.

SECTION 5. *Resignations*

Any member of the Board of Directors may resign from his or her position any time, upon written notice of his or her desire to do so delivered to the President or Secretary of the Association.

SECTION 6. *Removal*

Removal of Board of Director shall be effected as follows:

- (1) Any Board Director who misses three consecutive regular Board meetings will be deemed to have defaulted in his responsibility as a director and will be notified by the President that unless reasonable cause for the absence is presented at the next regular meeting, the board

seat shall be declared vacant. A vote of (2/3) of the members of the alumni Association is needed in determining whether or not the cause was reasonable.

- (2) Any Board Director who, during his term in office, has demonstrated disloyalty to the association, negligence, or incompetence in the performance of his or her prescribed duties and functions, or willfully impeded the effective operations of the Association may be removed from office.
 - a. Specific charges against the Board Director must be approved by the majority of the Board of Directors, excluding the Board director being charged at a regular board meeting.
 - b. From the time of approval of charges until the next regular board meeting, the charged Board Director shall retain his Board seat and be allowed to prepare his defense to said charges. From the time charges are brought, said Board Director's voting right in the Board shall be suspended pending final disposition of the charges.
 - c. At the first board meeting after the meeting in which the charges were approved, an officer or Board Director shall present the charges and the concerned Director shall present his defense. Following these presentations, a vote of two-thirds (2/3) of the members of the Alumni Association will cause the removal of the Director from his office.

SECTION 7. *Vacancies*

In the event that any vacancy in the Board of Directors, other than by removal of the members and expiration of term, the remaining members of the Board, if still constituting a quorum, shall appoint a Class Representative belonging to the group from which the withdrawn Director came to replace such withdrawn Director and serve until the class elections during which time said group shall itself a director for the remainder of the unexpired period of the original term.

ARTICLE V

POWERS AND DUTIES OF OFFICERS

SECTION 1. *Officers of the Association*

The officers of the Association shall be the President, Vice President, Secretary, and Treasurer, who shall be elected by the Board of Directors at its organizational and planning meeting for a term of two (2) years. In no case shall any of the officers serve for consecutive terms for the same position. (As amended on 17 September 2015)

SECTION 2. *The President*

The President shall preside at all meetings of the Board of Directors; shall have general supervision of the Association; shall sign, when authorized by the Board of Directors, all contracts and other instruments of the Association; shall make reports to the Directors and members; shall ensure that the policies and resolutions of the Board of Directors are duly implemented, and shall perform all such other duties as are incident to his office or as properly required of him by the board of Directors. Any or all of the foregoing powers may be delegated by the President to the Vice-President in writing.

In order to qualify as President, he must have been Director of the Association for at least one (1) year during the three (3) years immediately preceding his election.

SECTION 3. *The Vice-President*

The Vice-President shall have such authority and exercise such powers as may, from time to time be, conferred upon him by the Board of Directors in addition to the powers delegated to him by the President. He shall automatically act as the President in case of the incapacity or resignation of the President to serve the remaining portion of the resigned or incapacitated President.

SECTION 4. *The Secretary*

The Secretary shall issue notices of all the meetings; shall keep record of the minutes and transactions of all meetings; shall have charge for the seal and corporate books; and shall make such reports and perform such other duties incidental to his office or as properly required of him by the Board of Directors.

SECTION 5. *The Treasurer*

The Treasurer shall have the custody of all moneys, securities and values of the Association which come into his possession and shall keep regular book of accounts. He shall deposit said moneys, securities and values of the company in any banking institutions within Metro Manila or elsewhere in the Philippines, or with the Treasurer of the University, as may be necessary from time to time and as approved by the Board of Directors.

The Treasurer shall, upon assumption of office take over the finances of the previous year, and submit at the next Board meeting a signed report on the status of the finances. At the end of his term, he shall make an accounting and turn over all moneys, securities, and values of the association to his successor.

A financial report certified by an independent auditor shall be accomplished at the end of each fiscal year. (As amended on 17 April 2013)

The fiscal year of the Association shall begin on the 1st day of April and ends on the last day of March of the following year. (As amended on 17 April 2013)

SECTION 6. *The Executive Director*

The Board of Directors shall hire a full time Executive Director to act as implementing officer of the plans and programs of the Association. He shall not be a member of the Board of Directors.

The Executive Director shall serve as the liaison between the Association and its members. He shall ensure a smooth transition of powers, duties, and responsibilities upon the assumption of a new set of officers; he shall ensure that policy differences between outgoing and incoming directors/ officers are resolved so as not to disrupt programs in progress; he shall supervise the Association office staff and ensure effective and efficient operations; he shall serve as an ex-officio coordinator in the committees created by the Board of Directors; and perform such other duties and functions as may be assigned by the President and/or the Board of Directors.

ARTICLE VI

STANDING COMMITTEES

SECTION 1. *The Five Standing Committees*

The Association shall establish and maintain five (5) standing committees, namely: The Order of the Blue Eagles, Finance Committee, Sports Committee, Membership Committee and Electoral Committee.

SECTION 2. *The Order of the Blue Eagles*

The Order of the Blue Eagles shall be a principal committee of the Association on scholarship. It shall formulate plans for establishing a sustainable scholarship program relevant to the needs of the Alumni and University to be submitted to the Board of Directors for ratification. The Order of the Blue Eagles shall coordinate its scholarship program with the University's own scholarship projects.

The Order of the Blue Eagles shall consist of at least five (5) members and such other members as the board may deem necessary. The Board shall appoint the Chairman and two other members of the Order of the Blue Eagles Committee from among the members of the Board of Directors. The Chairman and the two member-directors shall have a term of one (1) year. The Board shall also appoint two other members from among active benefactors of the Order of the Blue Eagles who shall serve a term of two years. In case additional members will be deemed necessary, the Board shall appoint such additional members to the Order of the Blue Eagles Committee from among active benefactors of the Order of the Blue Eagles.

SECTION 3. *The Finance Committee*

The Finance Committee shall formulate funds for generating fund, and recommendations for the investment, management, application and disbursements of such funds, which shall be submitted to the Board of Directors for ratification.

The Finance Committee shall consist of at least three (3) members and such other members as the Board may deem necessary. The Treasurer shall be the ex-officio Chairman of the Finance Committee. The President shall appoint two other members from among the members of the Board of Directors. In case additional members will be deemed necessary, the Board shall appoint additional members of the Finance Committee from among active members of the Association.

SECTION 4. *The Sports Committee*

The Sports Committee shall formulate plans in support of the Ateneo de Manila University Athlete Programs in all levels and development of alumni sports activities. The Sports Committee shall manage the Association's Sports Scholarship Program and the AAA Sports Funds in coordination with the Order of the Blue Eagles Committee and Finance Committee. All of the plans of the Sports Committee shall be submitted to the Board of Directors for ratification and approval. The Sports Committee shall coordinate its Sports Scholarship Program with the University's own athletic scholarship projects. The Sports Committee shall also coordinate with all University and alumni sports-related institutions to come out with a calendar of sports activities each year.

The Sports Committee shall consist of at least five (5) members and such other members as the Board may deem necessary. The Board shall appoint the Chairman and two other members from among

the members of the Board of Directors. The Chairman and the two member-directors shall have a term of one year. The Board shall also appoint two other members from among active members of the Association, who shall have the term of two (2) years. In case additional members will be deemed necessary, the Board shall appoint such additional members of the Sports Committee from among the active members of the Association.

The Directors for Athletics of the Atene de Manila University and the Presidents of the various alumni sports-related institutions shall be invited to join and participate in all Sports Committee meetings.

SECTION 5. *The Membership Committee*

The Membership Committee shall formulate plans to perpetuate and strengthen bonds of fidelity and friendship within the Association. The Membership Committee shall frame the Association rules and regulations. All such plans and Association rules and regulations shall be submitted to the Board of Directors for ratification.

The Membership Committee shall consist of at least five (5) members and such other members as the Board may deem necessary. The Board shall appoint the Chairman and two other members from among the members of the Board of Directors. The Chairman and the two member-directors shall have a term of one year. The board shall also appoint two member-directors shall have a term of one year. The Board shall also appoint two other members from among active members of the Alumni Association, who shall have a term of two (2) years. In case additional members will be deemed necessary, the Board shall appoint such additional members of the Membership Committee from among the active members of the Association.

SECTION 6. *Electoral Committee*

The Electoral Committee shall formulate the rules and procedure for the proper and orderly conduct of the elections of the Board of Directors. The committee shall also assist the Alumni in case the alumni would need assistance in any electoral processes.

The Electoral Committee shall consist of at least three members and such other members as the Board may deem necessary. The Board shall appoint the chairman of the two (2) other members from among active members of the Alumni Association, who will act as the primary committee on elections of the Association, who will act as the primary committee on elections of the Association and shall have a term of two (2) years. In case additional members will be deemed necessary, the Board shall appoint such additional members of the Electoral Committee from among the active members of the Association.

SECTION 7. *Other Committees*

The Board of Directors may create such other committees, as it may deem necessary to realize its programs, goals and objectives in accordance with its vision and mission.

ARTICLE VII

SECTION 1. *Disciplinary Action Against Members*

The Membership Committee shall review and act upon all disputes regarding infractions of Association rules and regulations. The decision of the committee shall become final upon approval of the

Board at its regular monthly or special meeting. The board may overrule the Membership Committee by a two-thirds (2/3) vote.

**ARTICLE VIII
AMENDMENTS**

The Board of Directors of the Association is authorized and empowered to amend or repeal the By-Laws of the Association or to adopt new By-Laws upon the approval of the majority of the Class Representatives present at a meeting duly called for that purpose. (As amended on 17 September 2015)

**ARTICLE IX
TRANSITORY PROVISIONS**

SECTION 1. *Effectivity*

The amendments made to the By-Laws shall immediately take effect and cannot be amended within two (2) years after its approval.

SECTION 2. *Class Representatives Groupings*

Upon effectivity of the By-Laws the Class Representative Groupings shall be as follows:

Group 1 Current year up to 14 years prior (ex. 2001-2015)

Group 2 The decade prior to Group 1 coverage (ex. 1991-2000)

Group 3 The decade prior to Group 2 coverage (ex. 1981-1990)

Group 4 The decade prior to Group 3 coverage (ex 1971-1980)

Group 5 The decade prior to Group 4 (ex. 1961-1970)

Senior Group All years prior to Group 5 (ex. 1960 and earlier)

(As amended on 17 September 2015)

SECTION 3. *Senior Representatives*

For the first annual meeting and elections upon effectivity of the By-Laws, the senior Class Representatives who obtains the most number of votes shall have a term of three (3) years. The Senior Class Representatives who obtains the next most number of votes shall have a term of two (2) years.

JOSE ANTONIO M. PENGSON

PRESIDENT

ANA MARGARITA C. SANCHEZ

VICE PRESIDENT

MELISSA S. REYES

CORPORATE SECRETARY

ADELBERT A. LEGASTO

TREASURER

JOSE K. CAMPOS

BOARD DIRECTOR

RAMON M. POSADAS

BOARD DIRECTOR

MA. ROXANNE ANTONIO-SINGSON

BOARD DIRECTOR

EMMANUEL F. VELASCO

BOARD DIRECTOR

ALDO ZELIG U. TONG

BOARD DIRECTOR

JUDGE CESAR S. GUTIERREZ

BOARD DIRECTOR

HUBERT B. GUEVARA

BOARD DIRECTOR

TITUS FREDERICK J. TAJONERA

BOARD DIRECTOR

MELVIN C. RILLO

BOARD DIRECTOR

FR. NORBERTO L. BAUTISTA, S.J.

BOARD DIRECTOR