

**THE ENGLISH HIGH SCHOOL ASSOCIATION OF BOSTON, INC.**  
**Founded 1854 – Incorporated 1891**

**CORPORATE BYLAWS**  
(Revised and Ratified: April 21, 2021)

**ARTICLE I**

**NAME**

The legal name shall be “The English High School Association of Boston,” hereinafter referred to as the “Association.”

**ARTICLE II**

**OBJECT AND PURPOSE**

The object and purpose of this Association shall be exclusively charitable and educational and shall include the promotion and encouragement of public interest in the and study of the history of The English High School – America’s Oldest Public High School; the preservation of the integrity, traditions, and spirit of The English High School of Boston; and assistance in the advancement of all students and graduates of the school. No part of the earnings or profits of the Association shall inure to the benefit of any of its members, officers, or other private individuals, except that it is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable and educational purposes as herein set forth.

The Board of Directors is committed to diversity and shall strive to grow its Board from Alumni to encompass differences in ethnicity, gender, language, age, sexual orientation, religion, socio-economic status, thinking styles, experience, and education. The Association is dedicated to fostering a diverse culture to promote innovation, creativity, flexibility, productivity and competitiveness in furthering our object and purpose.

**ARTICLE III**

**MEMBERS**

All faculty, past and present, all past pupils of The English High School and members of its senior class may become Life Members of this Association upon a donation of at least one-dollar (\$1) for any senior class member until they are two (2) years removed from graduation, or on such other terms as may be unanimously approved by the Board of Directors. All past members who have already paid a lifetime membership are grandfathered Life Members of the Association.

The members of the Board of Directors and Alumni Committee must be Life Members of the Association and demonstrate a committed interest in the object and purpose of the Association.

Life Members shall have the rights and privileges of Association membership, except those assigned to Directors of the corporation. However, Life Members can be considered and approved by a unanimous vote of the Board of Directors for full participation on the Alumni Committee and Committees of the Board established under these Bylaws. Such Committee members shall not be members of the corporation within the meaning of MGL Chapter 180 and, except as the Directors may otherwise designate, shall have no right to notice of or vote at any Board of Directors meeting and shall have no other rights or responsibilities.

It is suggested that all Directors, except the Honorary First Vice President, contribute no less than \$500 on an annual basis to the Association's Annual Fund, The English High School, or the Association's Endowment Fund.

## **ARTICLE IV**

### **BOARD OF DIRECTORS**

#### **Section 1: Responsibilities and Duties of Members of the Board of Directors**

The Association relies on the leadership of the Board of Directors to ensure that it is faithfully carrying out the Association's charitable purposes without extravagance or waste and in a manner that is most beneficial to the community.

The general administrative function of the Association shall be vested in the Board of Directors, which shall have and may exercise all the powers of the Association, the Articles of Organization, and these Bylaws. It shall also be the duty of the Board of Directors to establish recommendations for the distribution of the annual income of the Endowment Fund.

#### **Section 2: Composition of the Board**

There shall be a Board of Directors consisting of not less than six (6) and not more than fifteen (15) directors at-large, including the Headmaster. There shall be four permanent standing committees, including (i) an Executive Committee, (ii) a Finance Committee (iii) a Governance & Nomination Committee and (iv) an Alumni Committee. There shall be such other committees as the Board of Directors may constitute from time to time. Any Member of the Alumni may become members of the Board of Directors. The election of a member of the Alumni to the Board of Directors shall be the opinion of the Board the "best qualified" of applicants to serve on the Board.

The Directors shall be divided into three (3) groups, each group to be nearly as equal in number as possible. Each Director shall hold office for a period of three (3) years or until his or her successor is chosen and qualified or until he or she dies, resigns, is removed or becomes disqualified; provided upon the adoption of these Bylaws, three Directors shall be designated for a one (1) year term, three Directors shall be designated for a two (2) year term and three Directors shall be designated for a three (3) year term. At each annual Meeting a number of Directors equal to the number whose term expires at the time of such meeting shall be elected by the remaining Directors still in office. Directors may be re-elected to an unlimited number of successive terms. The Directors may fill any vacancy in the Board, including vacancy resulting from enlargement of the Board, for a term ending at the next annual Association meeting. The Board of Directors may exercise all the powers of the corporation notwithstanding any vacancies in their number.

a.) Committees. In addition to the committees set forth in Article VIII, the Directors may elect from their own number such other committees as they may from time to time determine necessary or advisable and may delegate, to the extent permitted by law, the Articles of Organization or these Bylaws, such powers and duties thereto as the Board of Directors may deem advisable. At any meeting of a Committee, a quorum for the transaction of all business properly before the meeting shall consist of a majority of the members of such Committee unless otherwise determined by the Board. Any Committee may, subject to the approval of the Board of Directors, make further rules for the conduct of its business. However, unless otherwise provided by a vote of the Board of Directors or by rules established by the Board of Directors, the business of any Committee shall be conducted as nearly as possible in the same manner as is provided in these Bylaws for the Board of Directors. The members of any Committee shall remain in office at the pleasure of the Directors.

### **Section 3: Board of Directors' Duties**

The Board of Directors and its members have two primary duties: 1) the duty of care, and 2) the duty of loyalty. This requires members of the board to act in good faith and in the best interest of the Association.

Members of the Board of Directors must act to be aware of and informed about every major action the Association takes. They should regularly attend Board meetings and meetings of committees on which they serve. If a Director cannot attend Board meetings, in person or he or she may arrange to be included remotely by telephone, or electronic meeting. Each Director shall ensure he or she receives and carefully reviews materials in order to be prepared to discuss and vote on matters and shall use his or her own judgment rather than take the word of the President & CEO or fellow Board members.

Members of the Board of Directors shall ensure that the process of reviewing and selecting officers and Directors assures diversity of viewpoints, rotation of officers and Directors, active and informed participation, and officers and directors with an interest in the Association's object and purpose.

Members of the Board of Directors must actively participate in selecting, evaluating, and determining compensation of any consultant or vendor providing services to the Association.

Members of the Board of Directors must ensure that the Association is financially accountable, is safeguarding its property and assets, has mechanisms in place to keep the Association financially sound, operates in a fiscally prudent manner, and is properly restricting funds so designated it receives.

In addition to the above internal duties, members of the Board of Directors are expected to embrace certain external duties that will strengthen the affinity for the Association and its work. Such duties include liaison with stakeholders, media and professional networking, fundraising, and serve as an advocate of The English High School.

- a.) Action at Meetings. Except as otherwise required by law, by the Articles of Organization, or by these Bylaws, a majority, of the Directors then in office shall constitute a quorum, but a lesser number may, without further notice, adjourn the meeting at any time. At any meeting of Directors at which a quorum is present, the concurring vote of a majority, of those Directors present shall decide any matters unless the Articles of Organization, these Bylaws or any applicable law requires a different vote. Directors may participate in a meeting of Directors by means of a conference telephone or virtually by means of which all persons participating in the meeting can hear, or in the instance of virtually, see, each other at the same time and participation by such means shall constitute presence in person at a meeting. Voting by proxy shall not be permitted.
- b.) Action by Written Consent. Any action by the Directors or any Committee may be taken without a meeting if a written consent thereto is signed by all the Directors or all the members of the applicable Committee and filed with the records of the meetings of the Directors. Any such written consent shall be treated for all purposes as a vote at a meeting.

#### **Section 4: Board of Directors Meetings**

a.) Annual Meeting. The annual meeting of the Association shall be held in person or by telephone or electronic means in May at The English High School, or virtually, for the purpose of, among any other matters, electing new Directors and officers as necessary. If such annual meeting is omitted in the month herein provided therefore, a special meeting may be held in place thereof, and at such other date, time and location as the Board of Directors shall determine, except that such date shall not be a legal holiday. Any business transacted or elections held at such meeting shall have the same force and effect as if transacted or held at the annual meeting. Notice of the annual meeting setting forth the date, time and location of any such meeting shall be transmitted electronically to all Directors and the Alumni Committee and posted to the Association website at [www.English High Alumni.org](http://www.EnglishHighAlumni.org) not less than ten (10) days prior to the date of the annual meeting.

b.) Regular Meetings. Regular meetings of the Board of Directors may be held, in person or virtually, without call at such places and times as the Board of Directors may from time to time determine. The Board shall strive to establish a yearly meeting calendar, which shall be posted to the Association website at [www.English High Alumni.org](http://www.EnglishHighAlumni.org) and at The English High School of Boston. Notice of any regular meeting shall be transmitted electronically to the Board of Directors no less than 48 hours prior to the date of the meeting. If there is a change to a yearly meeting calendar meeting date, the newly established date, time, and place shall be transmitted electronically to the Board of Directors not less than fourteen (14) days prior to said change.

c.) Special Meetings. Special meetings of the Board of Directors may be held at any time and place and manner when directed by the President and approved by the Chair of the Board, or by many of the Directors. Notice of a special meeting setting forth the time and place of any such meeting shall be transmitted electronically to all Directors not less than ten (10) days prior to the date of said meeting.

d.) Upon written request to the Secretary by any Director of the Alumni Committee, the notices described above shall be delivered by postal mail to such Director or member.

### **ARTICLE V**

#### **ELECTED OFFICERS**

The officers of the Association shall consist of a Chair of the Board, President & CEO Honorary First Vice President, Second Vice President, Treasurer, and Secretary, and such officers as the Directors may determine. The elected officers of the Association

shall be members of the Board Honorary Board of Directors and be elected by the majority of the Board of Directors, except the First Vice President who shall be the sitting Head of School (Principal) of The English High School. The elected officers and Honorary First Vice President shall constitute the Executive Committee.

## **ARTICLE VI** **DUTIES OF OFFICERS**

### **Section 1: Chairperson of the Board of Directors**

The Chair of the Board shall, preside over all Board meetings of the Association and of the Executive Committee, and shall approve the agenda, developed by the President for each meeting. The Chair of the Board shall be the liaison between the Board of Directors, and the Association's employees and contractors, and the President. He/she shall be responsible for the day-to-day operation of the Alumni Association's employees and their agents. The Board of Directors shall elect the Chair of the Board with a two-thirds vote at the annual meeting or at a special meeting. The Chair of the Board will have a term of two (2) years, starting at the annual meeting. No individual person shall serve more than three (3) consecutive terms as Chair of the Board, unless otherwise authorized by a two-thirds vote of the Board of Directors.

The Chairperson is head of the Board of Directors. The Chairperson collaborates with the President & CEO of the Association to ensure the effective implementation and management of goals and objectives as stipulated by the Board of Directors. The Chairperson oversees the efforts of the President & CEO, and duties are following the organization's charge, goals and objectives, values, policies, and procedures of the Association. The Chairperson presides over all Board of Directors meetings or special meetings and events called for and by the Board of Directors. In conjunction with the President & CEO, the Chairperson prepares and manages the agenda of all Board of Directors meetings. The Chairperson communicates and updates with all Board of Directors regularly, at consistent intervals to ensure clear communication with and among all Board Members. As with the President & CEO, the Chairperson is the designated public spokespersons of the Association in all contexts. With the support of the Governance & Nominations Committee, the Chairperson is responsible for identifying and recruiting qualified and talented new Board members who bring the skills and leadership to the Board in the future.

### **Section 2: President & CEO**

The President & CEO shall be an elected by The Board and reports to the Chair of the Board, The President & CEO shall be present at all meetings of the Association and of the Executive Committee and shall set the agenda, approved by the Chair of the Board of each meeting. He/she shall carry out all directives of the Board of Directors, and the

Chair of the Board, The President & CEO of the Association shall develop agendas for each Board meeting. The Board of Directors shall elect the President with a two-thirds vote at the annual meeting. The president will have a term of two (2) years, starting at the annual meeting. No individual person shall serve more than three (3) consecutive terms as president, unless otherwise authorized by a two-thirds vote of the Board of Directors.

The President & CEO is the chief executive officer of the Association. The President & CEO is responsible for ensuring the execution and implementation of the designated goals & objectives as stipulated by the Chairperson and Board of Directors. The President & CEO is responsible for ensuring the achievement and realization of successful fundraising and development efforts of the Association to ensure annual budget requirements. The President & CEO is responsible for ensuring the Association operating structure's implementation, including administrative, accounting, and information systems, are working effectively and efficiently for all day-to-day operational needs. As with the Chairperson, the President & CEO is a designated public spokesperson of the Association in all contexts. The President & CEO is responsible for ensuring the Association's operational efforts follow all federal and state regulations and laws governing Non-Profit Organizations.

### **Section 3: Honorary First Vice President**

The sitting Head of School (Principal) of The English High School shall be the honorary First Vice President and voting member of the Association. He/she should attend meetings of the Association and shall keep the Board of Directors informed of the status of academic goals and objectives; academic performance, partnership and grant programs; school climate; extracurricular activities and sports programs; and other events that might be of interest. During the third quarter of each calendar year he/she shall submit a statement requesting any support, including financial requests, for scholarships and/or other support to the Board of Directors for its consideration. The Head of School shall present the school's interim or final *Report on Teaching & Learning* at the Association's annual meeting. The [English High Alumni.org](http://EnglishHighAlumni.org) webpage shall maintain a copy of the Association's annual financial report, provided by the Finance Committee. The annual financial report shall be made available to any member of the Association upon written request to the Head of School or Board Secretary.

### **Section 4: Second Vice President**

The Second Vice President shall assume the place and duties of the president in his/her absence. In event of death, resignation, or removal from office of the President & CEO, the Second Vice President shall automatically become president. The Board of

Directors shall elect the second vice president with a two-thirds vote at the annual meeting.

The term of service is two (2) years and is concurrent with that of the President & CEO. No individual person shall serve more than three (3) consecutive terms as Second Vice President, unless otherwise authorized by a two-thirds vote of the Board of Directors.

## **Section 5: Treasurer**

The Treasurer shall receive all dues and other funds, and any evidence of indebtedness, which may come to the Association. He/she shall pay such bills as may be authorized by the Board of Directors or by the Executive Committee. All nonrecurring bills over one thousand dollars (\$1,000) shall be paid by the Treasurer under authorization of least two (2) members of the Executive Committee.

The Treasurer shall be the Chair of the Finance Committee. He/she shall have charge of the Association's Endowment Funds allocated by the Finance Committee as eligible for use as the Association's Board of Directors may decide during any fiscal year (in accordance with Article XIV herein) and shall keep his/her accounts accessible to any member of the Board.

The Treasurer shall render financial reports to the Executive Committee as requested and to the Board of Directors at least quarterly. At the annual meeting he/she shall present a report of all receipts and disbursements for the twelve (12) month period ending on December 31 of the prior calendar year. He/she shall sign all checks drawn on any operating account of the Association, and if he/she is unable to do so, the President, with approval of the Executive Committee, may sign for him/her. The Treasurer shall be responsible for ensuring an annual accounting of the Association's assets and liabilities.

Th The Treasurer is responsible for ensuring the Association has a proper and functioning accounting & bookkeeping system that focuses on all financial matters. Providing an appropriate and effective financial reporting system is operating will support making financial matters and decisions for the Board, the Chairperson, and President & CEO of the Association. The Treasurer oversees the efforts and management of the Finance Committee and works with the Association's outside CPA firm to ensure compliance and filing with all federal & state tax reporting requirements. In conjunction with the Finance Committee, the Treasurer prepares the Association's annual budget report, including operations, capital projects, and cash flow, to ensure prudent management of investments.



e term of service of the Treasurer shall be two (2) years and is concurrent with that of the President. No individual person shall serve more than four (4) consecutive terms as Treasurer, unless otherwise authorized by a two-thirds vote of the Board of Directors.

All financial affairs of the Association shall be audited upon the expiration of the term of the Treasurer by an independent certified public accountant engaged by the Executive Committee.

#### **Section 6: Secretary**

The Secretary shall attend all meetings and keep a complete roll of officers and members of the Board of Directors, and a faithful record of all correspondence, proceedings, and activities of the Association, and of the Executive Committee. He/she shall advise new members of their election, shall notify the Treasurer of the election, death, withdrawal, or expulsion of Directors, and shall issue to all Directors due notice of meetings in accordance with Article IV, Section 4. The term of service is two (2) years and is concurrent with that of the President. No individual person shall serve more than four (4) consecutive terms as Secretary, unless otherwise authorized by a two-thirds vote of the Board of Directors.

### **ARTICLE VII**

#### **SELECTION OF DIRECTORS**

#### **Section 1: Directors**

All persons considered for membership to the Board of Directors shall be reviewed, selected, and nominated by the Governance & Nomination Committee. Ten (10) or more Members of the Association may nominate a person for membership to the Board of Directors by submitting a nomination to the Board of Directors at least forty-five (45) days prior to the annual meeting. The Governance & Nomination Committee must review and approve a prospective candidate at least thirty (30) days prior to the annual meeting. New Directors shall be elected to the Board by a majority vote of the Board of Directors at the Annual Meeting in accordance with Article IV, Section 4.

Candidate selection shall be based on membership in the Association, character, merit, community profile, strength of internal and external networks (business and/or alumni), as well as demonstrated interest in and dedication to the object and purpose of The English High School Association of Boston.

## **ARTICLE VIII**

### **BOARD COMMITTEES**

The following permanent committees support governing the Association.

- Governance & Nomination Committee
- Executive Committee
- Finance Committee
- Alumni Committee

Committees may be created and dissolved by a majority vote of the Board of Directors. The Board of Directors shall select committee members and the President will select the Chair of each committee, with approval of the Chair of the Board. All committee Chairs will submit a copy of all meeting minutes to the President, Secretary, and Board Chair within fourteen (14) days following a meeting. The Secretary shall maintain copies of meeting minutes at the Headmaster's office for review by any member of the Association.

#### **Governance & Nomination Committee**

The Governance & Nomination Committee shall consist of the duly elected Second Vice President, who shall act as Chair, the Honorary First Vice President and three (3) at-large members of the Board of Directors. The Second Vice President and Honorary First Vice President shall serve on the Governance & Nomination Committee for the duration of his/her elected or appointed term. The at-large members of the Committee shall serve as follows: one shall serve a term of one (1) year; one with a term of two (2) years; and one with a term of (3) three years. Members of the Governance & Nomination Committee may serve up to three (3) consecutive terms unless otherwise authorized by a two-thirds vote of the Board of Directors.

The Governance & Nomination Committee shall be appointed by majority vote of the Board of Directors annually at the annual meeting to be held in May. The Governance & Nomination Committee shall be responsible for soliciting from the general membership of the Alumni a list of potential candidates for the Board of Directors. The Governance & Nomination Committee shall make its recommendation considering the diversity of The English High School and make such selection(s) without regard to gender, race, or ethnic origin. The Governance & Nomination Committee shall select suitable candidates for each open office for that year and recommend, based upon a majority vote of the Governance & Nomination Committee an approved list of candidates for the Board of Directors and officers to be filled in that year.

The Governance & Nomination Committee shall provide the approved list of candidates to the Board of Directors for open offices at least thirty (30) days prior to the Annual Meeting.

### **Executive Committee**

The Executive Committee shall be a standing committee consisting of six members: Chair of the Board, President; Honorary First Vice President; the Second Vice President; Treasurer; and the Secretary. The Executive Committee shall be an Advisory Board for the President and the Honorary First Vice President as well as the Finance Committee on matters that affect The English High School of Boston and The English High School Association of Boston. The Executive Committee has formal voting rights as to certain financial actions of the Finance Committee as outlined in these Bylaws. Individual members of the Executive Committee, based upon their duly elected office, retain their voting rights as outlined in their duties.

### **Finance Committee**

The Finance Committee shall be responsible for the management of the Association's finances as well as the accounting and financial reporting system. The Finance Committee is responsible to ensure there exists a system of internal controls to protect all the assets of the Association. All financial reporting, including financial statements, reports and accompanying supporting documentation, and all receipts and expenditures, both operating and capital, are accounted for by a series of financial reports. The Committee ensures that all financial reporting is in compliance with the accounting and auditing standards as prescribed by the American Institute of Certified Public Accountants (AICPA). The Committee will ensure that all federal and state tax returns and required regulatory filings are executed in accordance with all laws and regulations.

The Finance Committee will work in conjunction with the independent accountant(s) that is appointed annually by the Board of Directors to ensure the year-end financial statements and its supporting documentation have been compiled. The Treasurer will prepare mid-year financial statements, which he/she will present to the Board of Directors at the July Board meeting. Each member of the Board of Directors will receive an individual copy of the mid-year as well as the year-end financial statements as prepared by the independent accountant(s).

The Treasurer of the Association or his/her Designee shall be the Chair of the Finance Committee for his/her term of office. The Finance Committee shall consist of five (5) members of the Board of Directors, one of whom shall be the Treasurer. Members of the Finance Committee shall have a term of four (4) years. Thereafter, the Governance & Nomination Committee shall identify and nominate candidates for open Committee

seats at least sixty (60) days prior to the annual meeting and elected by the Board of Directors at the annual meeting, as identified in Article IV, Section 4.

The Treasurer, acting on behalf of the Finance Committee shall receive all moneys, gifts, securities, or other assets given to the Association. The Treasurer may receive gifts directly from any donor, which are not intended by such donor to be placed in the Endowment Fund of the Association, unless the donor has a specific request for the gift's disbursement. The Treasurer shall, upon receipt of any donation specifically designated for the Endowment Fund, the funds as the Finance Committee determine. The Association shall acknowledge all gifts to the Endowment Fund in writing. The Treasurer shall on a quarterly basis provide to the Finance Committee a detailed accounting of all gifts and disbursements. The quarterly detailed accounting of the Finance Committee shall also be provided to the Board of Directors at the monthly meeting following the end of each quarter of the fiscal year. The Finance Committee shall be responsible for monitoring the performance of any of the Association's funds and shall provide to the Board of Directors a detailed accounting of the performance of any investments to the Board of Directors semi-annually. The Finance Committee shall distribute the funds for use during any fiscal year in accordance with the Association's spending policy in a manner to promote the usefulness and prosperity of The English High School and the Association. The Association may not expend any portion of the principal of the Association's Endowment Funds without a two-thirds vote of the Board of Directors and two-thirds vote of the Finance Committee.

### **Alumni Committee**

The Alumni Committee will be comprised of up to twenty-one (21) Association Life Members that will elect its Chair and Vice Chair bi-annually. The Alumni Committee's main purpose is to assist the Association with volunteer services such as school sports and extracurricular events, mentorship and tutoring programs, networking, affinity building, etc. as well as serve on Association committees.

Through their committee participation they will help the Board of Directors develop, shape, and manage Association's goals and policies. The Committee members' term of service is two (2) years and is concurrent with that of the Chair and Vice Chair. No individual person may serve more than four (4) consecutive terms, unless otherwise authorized by a two-thirds vote of the Alumni Committee. Alumni Committee meetings are open to all Association Life Members and notice of the Alumni Committee meeting setting forth the date, time and location shall be mailed or transmitted electronically to all members, to include the Board of Directors, not less than 14 (fourteen) days prior to the date of the meeting.

## **ARTICLE IX**

### **PERIODIC REVIEWS**

Section 1: To ensure the Association operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews of the Board of Directors shall, at a minimum, include the following subjects:

- a.) Whether compensation arrangements and benefits are reasonable, comply with the Internal Revenue Service and market standards, and are the result of arm's-length bargaining; and
- b.) Whether any partnership or joint venture arrangements, and arrangements with other organizations, conform to written policies, are properly recorded, reflect reasonable payments for goods and services, further the Association's charitable purposes and do not result in inurement or impermissible private benefit.
- c.) A full review of federal Form 990 in preparation for annual filing.
- d.) In conducting the periodic reviews, the Association may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of Directors of its responsibility for ensuring periodic reviews are conducted.

## **ARTICLE X**

### **AMENDMENTS**

Except as may otherwise be required by law or the Articles of Organization of the corporation, these Bylaws may be amended and policies developed by a majority vote of the Directors present and constituting a quorum at any Annual, Regular or Special Meeting of the Board of Directors in accordance with Article IV, Section 4; provided, however, that no such alteration, amendment or repeal, or adoption of new Bylaws, shall in any way authorize or permit the corporation to be operated other than exclusively for charitable purposes or for any purpose or in any manner that would deprive it of exemption from payment of federal or state income taxes.

## **ARTICLE XI**

### **RESIGNATION AND REMOVAL OF DIRECTORS**

Any Director may resign by delivering a written resignation to the Chair of the Board or the Secretary at its principal office. Such resignation shall be effective upon receipt unless it is specified to be effective at some later time. Any Director may be removed from office with or without cause by a vote of not less than two-thirds of the Directors then in office. However, a Director may be removed for cause only after reasonable notice and an opportunity to be heard by the Board of Directors.

## **ARTICLE XII**

### **PARLIAMENTARY AUTHORITY**

The parliamentary authority for The English High School Association of Boston shall be Roberts Rules of Order, latest edition.

## **ARTICLE XIII**

### **SEAL**

The seal of this corporation shall be inscribed with the words: *The English High School Association of Boston, Incorporated 1891*.

END