

***GREATER ATLANTA ALUMNI CHAPTER
OF
SHAW UNIVERSITY***



CONSTITUTION AND BY-LAWS

Adopted June 1, 2019
March 3, 2021(Chapter Logo Added)

**CONSTITUTION AND BY-LAWS OF THE NATIONAL ALUMNI
ASSOCIATION OF SHAW UNIVERSITY, INC.**

ARTICLE I – NAME

The name of this organization shall be Greater Atlanta Alumni Chapter of Shaw University (Local Chapter Name as listed on charter or voted by chapter membership) (Hereafter referred to as “The Chapter”). This Chapter along with South Carolina, Florida, Alabama, Louisiana, Mississippi, Tennessee, Arkansas, and Kansas is in the Southeastern US Region of the NAA Organization Level

ARTICLE II – MISSION STATEMENT

The Mission of the Chapter is to promote fellowship among local alumni, fundraise and assist in recruitment and retention of students for the advancement of Shaw University.

ARTICLE III – PURPOSE

The purpose of the organization shall be:

- A. Develop and maintain mutually beneficial relationship between Shaw University and the local alumni community.
- B. Maintain and encourage alumni, friends and/or corporate financial support of Shaw University through various fundraising initiatives.
- C. Develop and maintain an open, transparent communication process with the National Alumni Association (NAA), University’s officials, and the active alumni base.
- D. Work closely with alumni members to ensure information is properly disseminated. This includes but not limited to current developments within the organization, NAA, and the university.
- E. Assist in recruitment and retention of students.

ARTICLE IV – MEMBERSHIP

The membership of The Chapter shall consist of all graduates, former students and associates of Shaw University.

- A. Active members in The Chapter shall be those paying annual local dues. The Chapter strongly recommends that all members pay national dues to the National Alumni Association.
- B. Inactive local members are those failing to pay annual chapter dues. Inactive members shall be denied the privileges of voting and holding office in The Chapter.

C. Life NAA members shall be alumni who have paid NAA life membership dues as set forth By Laws of the NAA; however, these members are still required to pay local annual dues.

D. Associate membership may be granted to any person who demonstrates interest by support of, and participation in, the programs and activities of The Chapter and The National Alumni Association. Associate Members have the rights participate on various committees and in chapter meetings, but will not have voting privileges and are not required to pay annual dues. Associate members are encouraged, but not required, to make a financial contribution to support the programs, activities, and operating expenses of The Chapter's annual budget.

E. Former students of the University or CAPE program shall be considered alumni, although they may not have graduated. They shall receive the same rights as an associate member, which would be their eligibility status.

F. First year alumni shall have one-year free membership in The Chapter the year following graduation. (this is consistent with the National Alumni Association dues waiver).

G. To be eligible to vote regarding The Chapter's business, the member's dues must be current and paid during The Chapter's fiscal year of July 1st to June 30th.

ARTICLE V– PARLIAMENTARY AUTHORITY

Parliamentary Authority of the (Chapter name –pending receipt of Chartered name) of Shaw University shall be Roberts Rules of Order, current edition.

ARTICLE VI – OFFICERS AND EXECUTIVE COMMITTEE

Section 1: Elected and Appointed Officers (Shall be called Executive Committee)

Elected Chapter Officers – The Chapter shall have the following elected officers: President, Vice President, Recording Secretary Corresponding Secretary, Treasurer, Parliamentarian, and Chaplain.

The President shall have the authority to appoint, with concurrence from the Executive Committee, other non-elected officers as desired, such as: historian, assistant secretary, or assistant treasurer.

The term of office for all Executive Committee members of the Chapter shall be two years. The term of office of an elected Chapter officer begins July 1 at the close of the fiscal year and ends June 30 of the second fiscal year of the term. Officers may serve only two consecutive 2-year terms. Officers can seek other vacant offices at the end of their term, if desired.

A. Removal of Officers-An elected officer may be removed from office by majority vote of the Executive Committee for documented failure to carry out his/her duties as prescribed.

B. Vacancy – The President shall have the authority to recommend a selection of a member to fill a vacancy of an elected officers. The President shall present the selection to the Executive Committee for the concurrence. The Executive Committee shall ratify the appointment at the next schedule meeting. If the Executive Committee does not ratify the nominee by majority vote, then the President must make another selection to the Executive Committee for ratification.

Section 2. Executive Committee: Shall be composed of the elected and appointed officers of the Chapter. All members of the Executive Committee will have voting rights on the Executive Committee decisions.

Section 3. Attendance

All officers, elected and appointed are expected to attend a minimum of nine (9) monthly Chapter meetings during the fiscal year. Absences must be reported to the President. If an officer is unable to attend, he or she is required to ensure any report and /or presentation is presented by a fellow or committee member. If the absence impacts a normally scheduled duty at the meeting, the President will assign someone else to stand in the absent officer's place.

ARTICLE VII – OFFICERS’ DUTIES

Section 1. President

It shall be the duty of the President to preside at all meetings of the Chapter and the Executive Committee and to perform all reasonable and necessary duties to maintain The Chapter. The President shall serve as chairperson of the Executive Committee, appoint the chair and members of all committees. The President shall act for The Chapter, in collaboration with Executive Officers, authenticate by signature all proceedings and correspondence representing The Chapter in an official capacity.

If at any time a chapter president fails to carry out the aforementioned duties and responsibilities, the President of The National Alumni Association and the Executive Committee shall have the authority to remove said chapter president. The President of The Association and the NAA Executive Committee, with the cooperation of the Regional Vice President and local chapter shall conduct a special election to fill the vacant office. As with all official chapter business, a quorum must be present at both meetings to vote to remove the president and to fill the vacant office. Chapter Presidents are required to be financial members at both the local and national levels.

Section 2. Vice President

It shall be the duty of the Executive Vice President to preside in the absence of the President. The Vice President is an ex-officio member of all standing sub-committees.

Section 3. Recording Secretary

It shall be the duty of the Recording Secretary to keep a record of all meetings of The Chapter and the Executive Committee, to prepare and maintain the attendance roster of the Executive Committee and president and record and maintain all minutes. The Recording Secretary shall assure that all records are properly maintained.

Section 4. Corresponding Secretary

It shall be the duty of the Corresponding Secretary to receive and distribute the correspondence of The Chapter and to maintain a record of all correspondence. The Corresponding Secretary shall be responsible for the general correspondence of The Chapter and notifying members of all meetings, including special call meetings of The Chapter. The Corresponding Secretary shall, at each regular meeting, inform and review for the membership all correspondence received pertaining to the business of The Chapter. In the absence of the Recording Secretary, the Corresponding Secretary shall record minutes of meetings, and perform all other duties of the Recording Secretary.

Section 5. Treasurer

The Treasurer shall submit reports at each Executive Committee meeting, maintain written records of all funds-income and disbursements, and reconcile bank statements and financial records. The Treasurer shall submit a monthly report at the monthly Business Meetings of The Chapter and shall lead the preparation of the annual budget. The Treasurer shall serve as one of the authorized signatures for bank accounts and the Chairperson of the Budget-Finance Committee. The Treasurer shall perform other duties as the office may require. An audit (Both the out-going and in-coming Treasure must be a part of the audit performed by the approved Auditing Company) shall be performed before a new Treasure takes position in the Chapter. The Treasurer shall serve as a member of the Budget-Finance Committee and shall perform other duties as the office may require.

It shall be the duty of the Chapter Treasurer to receive all membership dues, issue membership cards and certificates, and to maintain accurate lists of current memberships by chapter; give official receipts for membership dues received; resolve financial membership questions from the members, maintain the official financial records of the funds and property of The Chapter, utilizing fiscally sound accounting and reporting procedures. The Treasurer shall be a member of the Fundraising committee and shall have the responsibility to accurately report all income and expense by activity to the membership.

Section 6. Parliamentarian

It shall be the duty of the Parliamentarian to advise the President, other officers, committees, and members on matters of parliamentary procedure as appropriate and to assist the President in maintaining order at all times. It shall be the duty of the Chapter Parliamentarian to see that Robert's Rules of Order are carried out in the handling of The Chapter's business meetings. A copy of the latest edition of Robert's Rules of Order shall be available at all meetings. The Parliamentarian shall serve as chairperson of the Constitution and By-Laws Committee and perform other duties as the office may require.

Section 7. Chaplain

It shall be the duty of the Chaplain to have charge of the openings and closing of Membership Meetings, Executive Committee Meetings and whenever appropriate on behalf of The Chapter. The Chaplain shall maintain an accurate record of deceased members, submitting their names to the Recording Secretary and Hospitality Chair. The Chaplain shall perform other duties as the office may require.

Section 8. Historian

Appointed by the President of the Chapter, the duty of the Historian shall be to prepare a narrative account of the Chapter's major activities and events of historical value to the Chapter, which when approved by the Chapter's Executive Committee and membership, will become a permanent part of the Chapter's official history. The Historian shall research and collect data and documents of historical value, and maintain a chronological record of all such materials and information. **(Not an elected position)**

ARTICLE VIII– COMMITTEES

Section 1. Executive Committee

The Executive Committee shall be the Standing Committee which manages the affairs of The Chapter and it shall hold monthly meetings each year. The dates and places of such meetings are to be decided by the Executive Committee. The Executive Committee shall be responsible for the efficient and appropriate use of Chapter funds. The minutes of the Executive Committee meetings shall be available for review by any member. It shall supervise any special projects and activities of The Chapter. The Chapter shall conduct an internal audit of Chapter funds annually and have a professionally conducted external audit of Chapter funds every two (2) years. It may terminate Chapter officers who may fail to execute their duties in accordance with the Constitution and By-Laws. A quorum to conduct official business of the Executive Committee shall consist of 2/3 members present.

Section 2. Standing Committees

The following committees shall be Standing Committees of The Association:

- 1) Constitution and By-Laws,
- 2) Budget and Finance,
- 3) Membership,
- 4) Nominations and Elections,
- 5) Scholarship Committee,
- 6) Policies and Procedures.

All Executive and Standing Committee members must be in good financial standing with The Chapter at both the local and national levels. Standing Committee Chairpersons will have voting rights and will be required to attend (physically or via conference call) a minimum of 9 meetings, per fiscal year.

Section 3. Executive Committee Authority

The Executive Committee shall have the authority to set up from time to time such other Standing Committees and Ad Hoc committees as may become necessary for the proper function of The Chapter's programs. The President and the Executive Committee shall define the role, duties and responsibilities of each committee.

Section 4. Committee Chairpersons

All Committee chairpersons shall be appointed by the President of The Chapter. Their duties and responsibilities shall be determined by the President of The Chapter.

Section 5. Duties of Committees

A. The Constitution and By-Laws Committee shall be responsible for receiving and evaluating recommendations for changes in The Chapter's constitution and by-laws. Upon receipt of any recommended changes, this committee shall evaluate the proposed changes and present them to the Executive Committee for review and approval. Upon approval of the Executive Committee, they shall present the recommendations to The Chapter thirty (30) days before the meeting of the General Body for approval. The committee shall provide copies of the Constitution and By-Laws to the members within thirty (30) days following approval of the revised changes.

B. The Budget-Finance Committee shall be responsible for preparing an annual operating budget for submission to the Executive Committee, reviewing and recommending budget modifications quarterly as may be appropriate, and evaluating and reviewing the financial needs of The Chapter on an annual basis. The committee shall review all requests for expenditures and make recommendations to the Executive Committee; monitor expenditures of The Chapter to ensure budgetary compliance; advise and make recommendations to the Executive Committee.

The Fundraising Committee (Subcommittee) shall design and implement projects and programs as a means of raising funds to support The Chapter's goals and objectives. The committee shall evaluate recommendations for fundraising events and recommend to the Executive Committee those programs that meet the needs of The Chapter. The committee shall be made up of alumni having expertise in the area of fundraising and development, to the extent possible. The Treasurer shall be a member of this committee and shall have the responsibility to accurately report all income and expense by activity to the membership. Treasurer shall ensure those designated funds will be disbursed in accordance of the designated purpose unless sated for the "general" operating fund of the chapter.

C. The Membership Committee shall be responsible for the recruitment of new members, retention of active members, and reclamation of inactive members. The committee shall maintain a current listing of all association members and shall implement programs that sustain chapter enthusiasm and connection to Shaw University.

D. The Nominations and Elections Committee shall prepare and present to the membership candidates for consideration to fill elective offices and positions in accordance with procedures described in Article IX. The committee shall seek out qualified candidates and receive recommendations from the membership for candidates desiring to serve as officers. Each candidate must submit an acceptance response to the chairperson of the Nominating Committee prior to candidate's name being placed on the ballot. The Nominating Committee shall submit the slate and profiles of each candidate to the Corresponding Secretary for dissemination. No member of this five member committee shall be a candidate for any elective office or position while serving on the Nominating Committee.

E. The Scholarship Committee shall institute a process for selecting students to receive a Chapter funds and submit recommendations to the Executive Committee for approval. The Scholarship Committee shall be responsible for developing specific criteria for the awarding of scholarships funds establishing a calendar, receiving and reviewing all requests for scholarships, and making a recommendation to the Executive Committee.

F. The Policies and Procedures Committee shall prepare and present standard operating procedures for the chapter's operation and function. The committee shall develop policies and procedures for conducting chapter business. The Treasurer shall be a member of this committee and shall have the responsibility for policies related to receipt and expenditure of funds for the Chapter.

ARTICLE IX– ELECTION OF OFFICERS

The Officers of The Chapter shall be elected according to the following procedures:

A. In February, preceding the election of the Executive Committee, the President, with the advice and consent of the Executive Committee shall appoint a Nominating Committee. The Nominating Committee shall be comprised of three (3) members of The Chapter. These three members must be financially active on both the chapter and national levels of the current year in order to receive nominations for the offices of The Chapter. Nominations will be accepted during the months of February and March and the nominations committee will present the nominations to the Chapter in the April meeting for May voting. Newly elected officers will be installed in June.

B. In case of any vacancy, the President shall have the power and duty to fill such vacancy by appointment vacancy until such position can be filled by the established election process. All standing Committee members must be financial members of The Chapter at the local and national levels.

C. Any member of The Chapter who has met the eligibility requirement shall have the right to become a candidate for any elective office by notifying a member of the nominating committee within the established time frame of his or her interest in pursuing an office.

1. President of the Chapter. A candidate for President must have demonstrated interest in the Chapter affairs, paid annual dues and have participated a minimum period of two (2) years preceding election in the alumni chapter.

2.-Candidates for the other elected Officers (i.e., Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, Parliamentarian, must have functioned actively for a minimum of one (1) year in the local alumni chapter prior to his/her election as an officer.

- a. The Nominating Committee shall verify all entries and confirm that the candidates are members of The Chapter, who have paid local and national dues for the current year (July 1-June 30). The Nominating Committee will make up the Official Ballot with instructions, and conduct the elections during the May Chapter meeting.
- b. The Nominating Committee shall count, tabulate same and report results to The Chapter at the end of the May Chapter meeting. Election shall be by plurality of votes cast, and in case of tie votes, the Executive Committee shall fill the Office in question by secret ballot from those who have tied in the voting.
- c. Officers elected shall be installed during the June Chapter Business Meeting. They shall begin their terms of office July 1.

ARTICLE X– QUORUM

A quorum to conduct official business of the Chapter shall consist of 2/3 financial members present, physically or via conference call.

ARTICLE XI– AMENDMENTS

This Constitution and By-Laws may be amended by a vote of two-thirds of the eligible electorate voting in monthly meeting or at a special meeting of The Chapter called for that purpose, provided that the proposed amendments and articles to be amended have been sent to Executive Committee for review and comment thirty (30) days prior to the meeting.

The Constitution and By-Laws Committee may make non-substantive changes that make no change in the way in which the Chapter does business but make improvements in the structure and layout of the By-Laws to correct mistakes in matters such as paragraph numbering, inconsistent provisions, and grammar and spelling. Non-substantive changes shall require approval of the Executive Board and Members shall be notified of such non-substantive changes at one of the bi-annual meetings.

ARTICLE XII– DISSOLUTION OF THE ASSOCIATION

If, for any reason, The Chapter shall disband or cease operation, all assets of The Chapter shall be donated to National Alumni Association (NAA) of Shaw University or its successor institution along with a final report.

ARTICLE XIII MEETINGS

The Chapter shall hold twelve (12) business meetings annually.

ARTICLE XIV– FISCAL YEAR

The Chapter's Fiscal Year shall be July 1st to June 30th. Payment of Chapter and NAA dues shall run concurrent with The Association's Fiscal Year of July 1st to June 30th.

ARTICLE XV– ALUMNI DUES

Section 1. Alumni Dues

The Chapter's Fiscal Year shall be July 1st to June 30th. Payment of Chapter and NAA dues shall run concurrent with The Association's Fiscal Year of July 1st to June 30th.

Dues will not be prorated.

Section 2. Amount for Dues

Annual chapter dues will be \$35 payable in full. National dues (\$50) per member, with the exception of NAA life members, who will only pay \$35 for the local dues. All dues, local and national, should be paid to the Treasurer. Any increases in local dues will require an amendment to the Constitution and By-Laws. National dues are determined by the NAA

**ARTICLE XVI– MEMORANDUM OF AGREEMENT
BETWEEN THE ASSOCIATION AND SHAW UNIVERSITY**

The National Alumni Association and Shaw University have executed an Agreement regarding the use of the University’s name and intellectual property by The Association and the alumni chapters in the solicitation of donations and contributions from alumni and others. The purpose of the Agreement is to promote cooperation and to coordinate the work of the University and The Association. The Association and the University believe that their respective missions can best be advanced by defining their working relationship, their respective line of authority, controls, and communication channels. This Agreement can be changed or amended with approval of both parties, and is attached hereto as an addendum to The Association’s Constitution and Bylaws.

**ARTICLE XVII – MEMORANDUM OF AGREEMENT BETWEEN THE
ASSOCIATION AND THE ALUMNI CHAPTERS**

In accordance with the Agreement between The Association, Shaw University (Article XVII of the Constitution and Bylaws), and the Internal Revenue Code, The Association is responsible for establishing and maintaining specific obligatory operational and financial practices of the alumni chapters. The purpose of the Agreement between The Association and the alumni chapters is to ensure that each alumni chapter is aware of these obligations, and to coordinate the fundraising and other activities between The Association and alumni chapters.

This Agreement can be changed or amended upon approval of both The Association and alumni chapters.

Section 1. Compliance

All alumni chapters are required to comply with the Agreement between The Association and the Alumni Chapters.

Section 2. Failure to Comply

Any alumni chapter that does not sign the Agreement or fails to comply with the Agreement will receive a written notification of non-compliance, and will be given thirty (30) days to comply.

Section 3. Disciplinary Action

Chapters that do not comply with the Agreement within the thirty (30) days notification period shall immediately cease operations and the use of the University’s name and intellectual property. All chapter funds and other assets shall be turned over to the National Alumni Association.

Alma Mater

Hail, Dear Old Shaw U, Thy
Sons revere thy name, Long
shall thy works be proud,
Undimmed thy fame.

Time shall thy praises sing,
Glory repay thy tears,
And loud thy praises ring,
Thru all the years.

Noble thy hallways, Noble
thy grassy plains Nobler the
hearts of men, Where thou
dost reign.

All we who love thy name,
Stout hearts that shall not fail
All rise and loud proclaim,

Alma Mater, Hail!!