



**BYLAWS
EAST GEORGIA STATE COLLEGE
ALUMNI ASSOCIATION**

Article 1 Name The name of this association shall be the East Georgia State College Alumni Association.

Article 2 Mission Statement

The East Georgia State College Alumni Association exists to foster relationships with alumni and friends through programs that promote the growth, progress and welfare of the East Georgia State College community. The Alumni Association seeks to raise funds for East Georgia State College, the East Georgia State College Alumni Association and the betterment of East Georgia State College and its alumni. East Georgia State College has proudly maintained its original strategic purpose as an access institution with strong community ties and continues to adhere to its original mission by providing accessibility to a wide range of credit and non-credit academic programs in an atmosphere contributing to the intellectual and cultural growth of our students, and the Alumni Association supports that mission. All EGSC graduates and former students have access to the benefits of the Alumni Association. The Alumni Association will act as an ambassador and liaison between East Georgia State College and the communities it serves. Support for the Bobcat Nation and its future is the goal of the Alumni Association.

Article 3 Purpose

The purpose of the East Georgia State College Alumni Association (the Association) is to provide an organization to serve and to promote the mutual interests of East Georgia State College (the College) and its alumni through and in collaboration with the Office of Institutional Advancement.

Article 4 Organization

Section A: RELATIONSHIP WITH EGSC. The EGSC Alumni Association operates under the EGSC Office of Institutional Advancement and is allowed to use the name of the college, college facilities, and college staff to conduct Association business.

Section B: RELATIONSHIP WITH EGSC FOUNDATION. The EGSC Alumni Association does not have status as a legal entity and therefore operates as a legal entity of the East Georgia State College Foundation,

Inc. The EGSC Foundation, a 501(c)(3) organization under the Internal Revenue Code, receives, deposits, disburses, invests and manages all gifts made on behalf of the EGSC Alumni Association. The EGSC Foundation, through gifts made from alumni and others, financially supports the activities of the EGSC Alumni Association. All monies collected by the Association will be reported to the East Georgia State College Foundation, Inc. for tax purposes.

Article 5 Annual Meeting

There will be an annual meeting of the Alumni Association during which all members of the Alumni Association will be invited. The previous year's business will be discussed, including money raised and scholarship awards. The nomination of Officers of the Board will be done and presented by the nominating committee to the members of the Alumni Association during election years, which are every other year. The members of the Alumni Association will elect the Board, and the Board will appoint the Executive Officers. Any upcoming projects for the next year will be discussed at the Annual Meeting. The Annual Meeting will happen within the two weeks prior to June 1st every year.

Article 6 Members

Section A: MEMBERSHIP. Membership is available to anyone who has attended East Georgia State College, or any of its predecessors, for at least one semester.

Section B: HONORARY MEMBERSHIP. Honorary Membership may be extended by the Board to those persons, while not alumni, who may be deemed by the Alumni Association to have rendered faithful and distinguished service in the interests of East Georgia State College.

Section C: ALUMNI DEFINED. Except as otherwise provided, all references in these bylaws to alumni will mean both men and women.

Article 7 Officers

Section A: OFFICERS. The officers of this Association shall be President, Vice-President, Secretary, and Treasurer. To be eligible for the office of President, a person must have served on the Board for one two-year term. The Alumni and Development Coordinator, or equivalent staff officer of East Georgia State College shall act as Secretary. The Alumni and Development Coordinator will serve as an Ex-Officio member of the board in the position of Secretary and will keep minutes of all meetings. The Secretary's term will run concurrent with that person's employment with East Georgia State College. If the position of Alumni and Development Coordinator is vacant, the Ex-Officio position of Secretary will also be vacant. The Vice President of Institutional Advancement for East Georgia State College shall serve as an Ex-Officio member of the Board. The Vice President of Institutional Advancement's term will run

concurrent with that person's employment as Vice President of Institutional Advancement, regardless whether such term is interim or permanent in nature. Should the position of Vice President of Institutional Advancement be vacant, the Ex-Officio position given to it on the Board will also be vacant.

Section B: NOMINATION OF OFFICERS. At least 14 days prior to the date established for the annual meeting of the Association, the nominating committee shall select a slate of officers from the Board membership for each office and shall bring their report to the annual meeting.

Section C: ELECTION OF OFFICERS. Officers shall be elected no later than 30 days prior to July first every other year. The elections shall be held at the Annual Meeting.

Section D: TERM OF OFFICE. All officers shall serve a term of two years from July first immediately following the annual meeting.

Section E: VACANCIES. The Board of Directors shall have the authority to fill any vacancies in any of the said offices.

Section F: DUTIES. The President shall preside at the annual meeting of the Association and any regularly scheduled meetings, represent the Association at occasions, and otherwise perform the duties generally associated with the office. The Vice-President shall assume the duties of the President when authorized by the President or upon the President's unavailability, disability, death, or resignation. The Secretary shall, in addition to duties otherwise prescribed by the Board, keep a record of all meetings and proceedings. The Treasurer shall, in addition to duties otherwise prescribed by the Board, keep and report to the Board and Officers as to the status and all aspects of the income and expenditures of the Association. All officers shall also perform the duties generally associated with their office. The President, Vice-President, Secretary, Treasurer and Vice President of Institutional Advancement of East Georgia State College shall constitute the Executive Committee. The Vice-President of East Georgia State College shall be in an advisory position for the Board.

Article 8 Board of Directors

Section A. BOARD OF DIRECTORS. There shall be a Board of Directors composed of the officers provided for by the Constitution, plus up to 20 additional directors elected from the active membership of the Association. The President of the Association shall be Chairman of the Board.

Section B. NOMINATION OF DIRECTORS. A nominating committee shall be appointed by the President of the Association by the first meeting of their term and shall:

- a) Be responsible for receiving all nominations for vacant positions, compile a nomination sheet and submit to the Board for approval.
- b) The individual's nomination form will be presented to Board either by mail or electronically at least 14 days prior to a Board Meeting.
- c) The Board shall vote on the nominees with approval being 2/3 of the members in attendance provided a quorum is present.

Section C. MANNER OF ELECTION. Directors shall be elected by the Board and presented at the annual meeting of the Association.

Section D. TERM LENGTH. Directors shall serve a two-year term in office. All Board members may elect to serve additional two-year terms. The year, as referenced, shall be the fiscal year July 1 to June 30.

Section E. COMMITTEES. By the first meeting of the fiscal year, the following annual standing committees will be appointed by the President; each composed of a chairperson and other members as deemed necessary:

a) Scholarship Committee- members are expected to do the following: create or revise requirements for awarding any scholarship granted by the Association; publicize the scholarship program; answer all requests for scholarship information; judge the applications and award the scholarship(s); assure that the conditions of the award are adhered to by the recipients; to solicit additional funds for the scholarship(s) and encourage the establishment of additional scholarship grants; recognize scholarship donors; and to request the disbursement of funds to scholarship winners

b) Fundraising Committee- Oversees fundraising activities including implementation, planning and budget. The Secretary/Treasurer will serve on this committee with the remaining members appointed by the Board.

c) Other committees as deemed necessary by the President or Board of Directors.

d) The President will serve as an Ex-Officio member of all committees. Revised March 2019

Section F. LIFETIME BOARD MEMBER. Lifetime Board Membership will be extended by the Association to those board members who have rendered faithful and committed service for a period of 10 years to the Board of Directors of the Alumni Association. Lifetime Board Members will serve in an Ex-Officio capacity with no attendance requirements.

Section G. DUTIES. Directors shall be required to attend a minimum of 2 regular Board of Directors meetings each year.

Article 9 Meetings

Section A: BOARD MEETINGS. Regular meetings of the Alumni Association will be quarterly, with one of the meetings to serve as the annual meeting. The annual meeting of the Association shall be held on the Swainsboro campus of East Georgia State College on a date established by the Board of Directors. The membership shall be notified not less than fourteen days prior to the date of the meeting.

Section B: CALLED MEETINGS. A majority of the officers or Board of Directors of the Association may call a meeting of the Association at any time, provided that the membership is given notice no less than fourteen days prior to the date of the said called meeting.

Section C: VOTING. Voting at regular and called Board Meetings utilizes Robert's Rules of Order, latest version. Members of the Board who wish to utilize a conference call for meetings are considered present at the meeting and will be allowed to vote as if present. Each person voting will have one vote to cast. Except as otherwise provided, the Board of Directors of the East Georgia State College Alumni Association (the Board) will have full and sole authority to act on behalf of the Association in a manner

consistent with the purposes of the Association, as stated herein. The Secretary and the Vice-President of Institutional Advancement of East Georgia State College will not cast votes.

Section D: CALLED VOTING. Upon approval from the Board or the Alumni Association President, a called vote may be issued by the Secretary, to utilize email or phone voting on timely issues. Voting on proposed items will be eligible until the close of the seventh day after issuance of said called vote, and will follow majority guidelines established by Robert's Rules of Order, latest edition.

Section E: QUORUM. A quorum shall be defined as a simple majority (51% or greater). In the event of a tie, the Chairman will break the tie. This shall apply to the Board of Directors and any and all Committees associated with the East Georgia State College Alumni Association. A quorum of the Board of Directors may be recognized if at least three members of the Board are present at a Board meeting and business may be voted on.

Article 10 Bylaws

Section A: BYLAWS. Bylaws may be adopted by the Association and may be established to govern the normal functioning of the Association, provided however, that no bylaw shall be established that will in any way conflict with the Constitution of the Association. The bylaws will be interpreted by the latest version of Robert's Rules of Order.

Section B: ESTABLISHMENT OF BYLAWS. It shall be the responsibility of the Board of Directors to establish the bylaws of this Association. Bylaws so established by the Board shall become effective immediately, shall remain in effect until rescinded or changed by vote of the Board of Directors.

Section C: AMENDMENTS. Amendments to the bylaws may be proposed in writing by any member of the Association to the Board of Directors. The proposed amendment(s) shall be submitted to the Bylaws Committee and President at least 30 days prior to vote. The Bylaws committee shall submit by mail or electronically to the entire Board of Directors fourteen days prior to voting. The balloting on any such proposed amendment to the bylaws shall be handled by the Board of Directors. A 2/3 majority vote of quorum shall be necessary for the adoption of the proposed amendments.

Article 11 Disclosure

Section A: DISCLOSURE. Members of the Board of Directors, or any committee member, must keep confidential the names, address, financial information of donors, or the type or amounts of donations given to the Alumni Association unless written permission is given to the Alumni Association by the donor for disclosure of the information. Confidentiality must also extend to any legal disputes the Alumni Association is involved with. Violation of confidentiality by Board Members or committee members will result in removal from their position on the Board or committee.

Article 12 Conflicts of Interest

Section A: CONFLICT OF INTEREST. No Board of Directors member or committee member can have a personal financial interest or financial gain in any contract or transaction involving the Alumni Association. Any contract or transaction entered into in violation of this provision is null and void. The Alumni Association may take action to recover any financial gain a Board member or committee member has acquired in this way. Involvement in a conflict of interest by a Board member or a

committee member will result in removal from the position upon being proven. If there is doubt about whether a conflict of interest exists, the Board of Directors will resolve the issue with a vote, excluding the person about which the doubt exists.

Bylaws adopted by the Alumni Association of East Georgia State College, revised March 2019