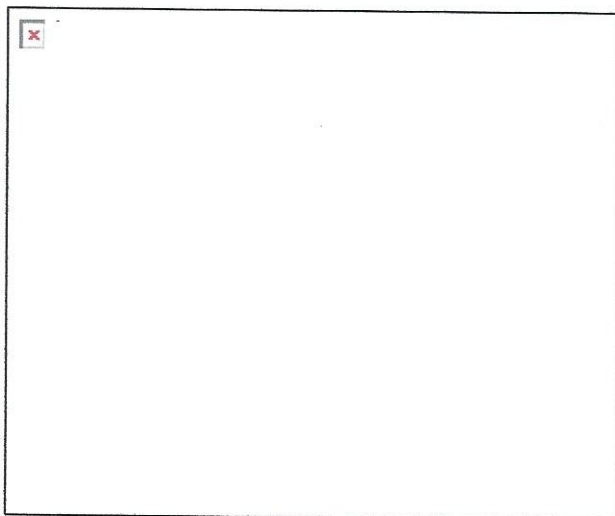


The Sampson High School Alumni Association, Incorporated

CONSTITUTION and BY-LAWS

(A Document of the Sampson High School Alumni Association, Incorporated)



Alumni Headquarters:

615 McKoy Street

Clinton, North Carolina 28328

P. O. Box 591

Clinton, North Carolina 28329

CONSTITUTION

ARTICLE I: Name

The name of this organization shall be the Sampson High School Alumni Association, Incorporated.

ARTICLE II: Purpose

Section 1.

- To establish and administer a scholarship fund for needy and worthy youth in Clinton, Sampson County, North Carolina and for descendants of Sampson High School Alumni Association members.

Section 2.

- To provide assistance to individuals and groups engaged in charitable and educational endeavors motivating the culturally deprived and economically disadvantaged to become self-sustaining members of the community.

Section 3.

- a. To promote fellowship and extend acquaintanceship by means of social gatherings and lectures.
- b. To promote social interactions among the members by means of dances, dinners, musicals and other kindred forms of entertainment.
- c. To engage generally in any causes or objects similar to the above mentioned in order to promote the cultural, social, literary and mental welfare of the members.

Section 4.

- To establish and maintain continuous and periodic fellowship and association among Sampson High School graduates and friends.

Section 5.

- To promote allegiance, support, and fidelity among all Sampson High School graduates.

Section 6.

- To unite Sampson High School graduates in worthwhile endeavors to help themselves as well as others.

Section 7.

- To encourage the establishment of various Sampson High School Alumni Association, Incorporated chapters wherever Sampson High School graduates are located.

Section 8.

- a. To provide recreation for members of the public and charge admission fees, rates, and other remuneration for such recreation.
- b. To furnish any and all equipment and/or facilities, games of skill, athletic, and other content and exhibitions of every nature for participation by members, the public, or otherwise.
- c. To do and transact all business properly connected with or incidental to any or all objectives and purposes enumerated in this Constitution.

Section 9.

- a. To provide affordable housing.
- b. To preserve our alma mater, the old Sampson High School located at 615 McKoy Street, Clinton, North Carolina.

ARTICLE III: Membership

Section 1: Regular Members

- All graduates of Sampson High School and persons who attended the school (under any of its different names) between the years 1925 and 1969 are eligible for membership.

Section 2: Associate Members

- a. Any individual who is a spouse of a regular member.
- b. Any individual who was an instructor at Sampson High School between the years of 1925 and 1969.
- c. Any other person(s) exhibiting an interest in the development and furtherance of the ideals of the organization as indicated in the purpose of the organization.

Section 3: Honorary Members

- a. Any individual who has contributed to the success and development of Sampson High School, Sampson High School graduates and/or the Sampson High School Alumni Association, Incorporated.
- b. Honorary members must be approved by a two-thirds (2/3) majority of members present and authorized to vote at the Reunion General Membership Meeting.

Section 4: Lineage Members

- All descendents of Sampson High School graduates and attendees and persons who graduated from and attended high schools in Clinton, North Carolina.

Section 5: Other Membership

- Other classifications of membership not covered in membership classes stated above will be determined by special organization committees or other special articles of these Constitutions and By-laws.

ARTICLE IV: Terms of Office

Section 1: Composition

- a. The Executive Committee shall consist of Elected Officials (National Officers).
- b. The Executive Board shall consist of Elected Officials (National Officers), Chapter Presidents and one (1) representative from each Chapter.

Section 2: Duty

- The Executive Board shall manage the affairs and business of the Association.

Section 3: Meetings

- a. Regular physical meetings of the Executive Board shall be held at least twice in a fiscal year.
- b. A Teleconference Executive Board Meeting shall be held annually in January.
- c. A special meeting may be called by the President when deemed necessary.
- d. Members of the Executive Board shall be given thirty (30) days written notice of time, date, and place of meeting.

Section 4: Voting

- Each member of the Executive Board shall have one (1) vote.
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ARTICLE V: Amending the Constitution

Section 1: Time

- The Constitution can be amended at the Reunion General Membership Meeting.

Section 2: Form of Amendments

- Any Chapter or general member wishing to propose amendments to the Constitution shall forward the proposed change(s), in writing, to the Constitution and By-laws Committee.

Section 3: Amendments at Reunion General Membership Meeting

- a. Proposed amendments to be considered at the Reunion General Membership Meeting shall be presented to the Constitution and By-laws Committee by the first Monday in June.
- b. The proposed amendments shall be distributed to the Chapters and general members for review thirty (30) days prior to the Reunion General

Membership Meeting. Distribution will be made via USPS, FAX or the internet.

- c. National and local dues and other financial obligations must be paid to the Financial Secretary no later than fifteen (15) days prior to the Reunion General Membership Meeting in order to be eligible to vote on amendments at the Meeting.
- d. The Financial Secretary must send an official copy of the list of "paid" members to the President and to the Membership Chairperson no later than seven (7) days prior to the Reunion General Membership Meeting.
- e. The proposed amendments shall be voted upon at the Reunion General Membership Meeting.

Section 4: Approval of Amendments

- Two-thirds (2/3) vote of members present and voting at the Reunion General Membership Meeting shall constitute the approval of the amendment(s) presented.

ARTICLE VI: Effective Date of Amendments

Amendments shall become effective immediately following adjournment of the meeting at which they are adopted.

ARTICLE VII: Parliamentary Authority

SHSAA, INC. shall be governed by the rules contained in the most recent edition of Robert's Rules of Order revised as long as Robert's rules are not inconsistent with SHSAA, INC. Constitution and By-laws.

ARTICLE VIII: Official Stationery

The official stationery of the Association shall be placed on letterhead with the official logo.

BY-LAWS

ARTICLE I: National Officers

Section 1: Elected Officers

- National Officers shall be elected and shall consist of a President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Financial Secretary, Business Manager, and Parliamentarian/Sergeant-At-Arms.

Section 2: Election of National Officers

- a. National officers shall be elected every two (2) years by mail ballot by a majority of voting members.
- b. National officers shall be elected for a term of two (2) years.
- c. Candidates for national office must be in good financial standing before his/her name can appear on the ballot. Being in good financial standing means that National dues and all other financial obligations must be paid by the due date. (see Article III, Sections 1, c and e)

Section 3: Duties of National Officers

- a. President
 1. The President shall be Chairman of the Executive Board
 2. The President shall preside at all National Executive Board and Reunion meetings
 3. The President shall appoint all Standing, Special and Ad-Hoc Committee Chairpersons with the approval of the Executive Board
 4. The President shall be an Ex-Officio member of all Committees except the Nominating Committee
 5. The President shall be a member of the Finance Committee.
 6. The President shall perform all other duties pertaining to the position.
- b. The Vice-President
 1. The Vice-President shall assume all duties of the President in the absence of the President.
 2. In the event a vacancy occurs in the office of President, the Vice-President will act as President until a special election is held and a new President is chosen.

c. The Recording Secretary

1. The Recording Secretary shall keep the minutes of all meetings of the Association and of the Executive Board.
2. The Recording Secretary shall keep an accurate list of names and addresses of all members.
3. The Recording Secretary shall preserve all papers, minutes, letters and transactions of the Association.
4. The Recording Secretary shall perform other duties designated by the President.

d. The Corresponding Secretary

1. The Corresponding Secretary shall notify all members of the time and place of all meetings prior to the scheduled meetings.
2. The Corresponding Secretary shall conduct the general correspondence of the Association and the Executive Board.
3. The Corresponding Secretary shall present a written report of any special correspondence at any Regular/Annual or Executive Board meeting.
4. The Corresponding Secretary shall perform the duties of the Recording Secretary in the absence of the Recording Secretary.
5. The Corresponding Secretary shall perform all other duties designated by the President.

e. The Treasurer

1. The Treasurer shall give a written report at all Regular meetings of the Executive Board and the Annual meetings of the Association.
2. The Treasurer shall receive dues and all other funds of the Association from the Financial Secretary.
3. The Treasurer shall receive funds collected and recorded by the Financial Secretary.
4. The Treasurer shall receipt all monies received from the Financial Secretary.
5. The Treasurer shall deposit all funds in the name of the Association in a financial institution approved by the Executive Board of Directors no later than three (3) working days following receipt of such funds.
6. The Treasurer shall sign all checks along with the President, written by and/or for the Association.
7. The Treasurer shall sign all checks in the absence of the president with the Business Manager, written by and/or for the Association.
8. The Treasurer shall pay only bills and other items that are in the approved budget or approved by the President or Executive Board.

9. The Treasurer shall keep an itemized account of all receipts and disbursements.
10. The Treasurer shall submit records for auditing at least once per year.
11. The Treasurer shall prepare a budget with the Budget Committee.
12. The Treasurer shall be a member of the Finance Committee.

f. The Financial Secretary

1. The Financial Secretary shall give written reports at all Executive Board and the Annual meeting.
2. The Financial Secretary shall receive all incoming monies to the Association.
3. The Financial Secretary shall collect and record all funds given to the Treasurer.
4. The Financial Secretary shall forward all collected monies to the National Treasurer within three (3) working days.
5. The Financial Secretary shall receive a monthly statement from the bank serving the Association.
6. The Financial Secretary shall be a member of the Finance Committee.
7. The Financial Secretary shall submit records for auditing at least once per fiscal year.

g. The Business Manager

1. The Business Manager shall give a written report at all Executive Board and General Membership meetings.
2. The Business Manager shall sign checks with the Treasurer as one of the three (3) authorized signatures on the Association's account(s).
3. The Business Manager shall manage all day-to-day Alumni Headquarters business. When the item of business is of a major nature the Business Manager shall receive prior approval of the National President and Executive Board.
4. The Business Manager shall obtain bids for work to be performed at the Alumni complex and follow through on the work until it is completed.

h. Parliamentarian/Sergeant-At-Arms

1. The Parliamentarian/Sergeant-At-Arms shall advise the President in the interpretation of the Constitution and By-laws of the Association and in the most recent edition of Roberts' Rules of Order.

2. The Parliamentarian/Sergeant-At-Arms shall keep order within the Association during Board and Reunion meetings.

Section 4: Term of Office

- a. Officers shall serve a term of two (2) years.
- b. An elected officer shall only serve two (2) consecutive terms.

Section 5: Vacancies

- a. A vacancy in any office except that of President shall be filled by the President with the approval of the Executive Board.
- b. A vacancy in the office of President shall be filled by a special election.

Section 6: Absences

- a. The office of any Officer shall automatically become vacant if the officer is absent from two (2) Board meetings unless excused by the Executive Board.
- b. An officer shall notify the President at least fifteen (15) days prior to an impending absence from an Executive Board Meeting including the Reunion General Membership Meeting.
- c. When a Chapter President cannot attend a Board Meeting he/she can send a delegate. This delegate is not the same person that is designated as alternate to Chapter Presidents who are also elected National Officers. (see Article II, Section 4.d.)

Section 7: Impeachment

- a. Officers are subject to impeachment for inadequately performing his/her prescribed duties.
- b. Impeachment will become effective by two-thirds (2/3) vote of the Executive Board.

Section 8: President's Budget

- The National President will be given a special budget with which he/she can operate to transact the business of the Association.

ARTICLE II: Meetings

Section 1: Reunions

- a) Reunions shall be held every year during the second weekend of August.

- b) Reunions will include at least three (3) days (Friday, Saturday and Sunday).

Section 2: Meetings

- a) Executive Board Meetings shall be held annually in April and October.
- b) A Teleconference Executive Board Meeting shall be held annually in January.
- c) A General Membership Meeting shall be held in August during the Annual Reunion.
- d) Special meetings may be called upon request of one-third (1/3) of the Association's members. The requesting members must submit a signed petition to the President at least forty-five (45) days prior to the meeting date.

Section 3: Quorum

- a) All Executive Board meetings must have a quorum of one-third (1/3) of the Executive Board members present in order to conduct business.
- b) In order to adopt a proposal or approve an issue at a General Membership Meeting or any meeting where the President and/or the Board bring an issue before the membership for a vote, a majority vote of those members in attendance and voting is required.

Section 4: Voting

- a) Only Executive Board members can vote at Executive Board meetings which are held in April and October.
- b) Each Executive Board Member is to have one vote.
- c) Executive Board members must be in attendance at Executive Board meetings in order for their vote to be counted.
- d) All members in attendance at any meeting can vote when the President/Executive Board brings an issue before them for a vote. Otherwise, members can only give input at meetings.
- e) When a Chapter President is also a National Officer and serving as such at a Board Meeting the chapter President can designate an alternate to serve in the capacity of Chapter President on The Board.
- f) Chapter Presidents must give the name of their designated alternate to the National President at the beginning of the fiscal year.

- g) All members who are eligible to vote, based on election guidelines, can vote by mail for National Officers.
- h) Proxy voting will not be permitted.

ARTICLE III: Dues and Assessments and Audits

Section 1: National Dues

- a. The fiscal year shall begin September 1 and end August 31 of each year.
- b. National dues shall be paid each fiscal year in the amount designated and communicated to the Membership by the Executive Board.
- c. National dues shall be due and payable no later than September 30th of each year. If a member has not paid national dues by the due date he/she is not in good financial standing in the Association.
- d. Any member who fails to pay annual dues is not eligible to vote at the Reunion General Membership Meeting.
- e. Each member is responsible for any and all financial assessments that are agreed upon and determined by majority vote of the Association. The due date for these assessments will be determined at the time the assessment is made.

If a member has not paid these financial assessments he/she is not in good financial standing in the Association.
- f. Local chapters shall determine the eligibility of member participation on the local levels.

Section 2: Chapter Assessments

- a. Each person who joins a chapter must also join the National Association by paying their National dues.
- b. Each chapter shall be assessed One Thousand (\$1,000.00) Dollars annually as its contribution to the Scholarship Fund.
- c. Each chapter will collect National membership dues locally and submit a check to the National Financial Secretary.
- d. The One Thousand (\$1,000.00) Dollars chapter assessment shall be paid annually in August.

Section 2: Audits

An internal audit of all financial records shall be performed each fiscal year by the Auditing Committee of SHSAA, Inc.

ARTICLE IV: Reimbursement for National Officers

Section 1: Each National Officer will receive Seventy-five (\$75.00) Dollars per day for lodging and subsistence for each meeting of the Executive Board.

Section 2: Each National Officer will receive standard round trip bus rate from his/her point of origin and return for each meeting of the Executive Board.

Section 3: National Officers will not receive reimbursement for the cost of Reunion activities including Hospitality, Banquet, Ball, Dance, Picnic and Booklet.

ARTICLE V: Committees

Section 1: All Committee Chairpersons (Standing and Ad Hoc) shall be appointed by the President and approved by the Executive Board.

Section 2: Standing Committees

- a. Auditing
- b. Constitution & By-Laws
- c. Educational Grants (Scholarship)
- d. Finance
- e. Fundraising
- f. Historical
- g. Media (Newsletter/Website)
- h. Membership
- i. Miscellaneous Affairs
- j. Nomination/Election
- k. Social

ARTICLE VI: Amending the By-laws

Section 1: Time

The By-laws can be amended at the Reunion General Membership Meeting.

Section 2: Form of Amendments

Any Chapter or general member wishing to propose amendments to the By-laws shall forward the proposed change(s), in writing, to the Constitution and By-laws Committee.

Section 3: Amendments at Reunion General Membership Meeting

1. Proposed amendments to be considered at the Reunion General Membership Meeting shall be Presented to the Constitution and By-laws Committee by the first Monday in June.
2. The proposed amendments shall be distributed to the Chapters and General members for review thirty (30) days prior to the Reunion General Membership Meeting. Distribution will be made via USPS, fax, or the internet.
3. National and local dues and other financial obligations must be paid to the Financial Secretary no later than fifteen (15) days prior to the Reunion General Membership Meeting in order to be eligible to vote on amendments at the Meeting.
4. The Financial Secretary must send an official copy of "paid" members to the President and to the Membership Chairperson no later than seven (7) days prior to the Reunion General Membership Meeting.
5. The proposed amendments shall be voted upon at the Reunion General Membership Meeting.

ARTICLE VII.: Effective Date of Amendments

Amendments shall become effective immediately following adjournment of the meeting at which they are adopted.

ARTICLE VIII.: Dissolution and Distribution of Assets

Section 1: Dissolution

Should it become necessary for the Association to dissolve, such dissolution may be recommended by the Executive Board and the issue submitted to members at a duly called meeting, and such dissolution will occur according to the requirements set forth for said dissolution by the State of North Carolina.

Section 2: Distribution of Assets

- a. Upon dissolution, the assets of the Association shall be distributed to an organization that has an IRS 501(c)(3) designation.
- b. The choice of organization must be approved by two-thirds of the voting members present at a duly called meeting.

Amendments to this Constitution and By-laws were adopted by the members of SHSAA, Inc. by majority vote at the Reunion General Membership Meeting in Linthicum, Maryland, on **August 08, 2009**, and became effective immediately following adjournment of the Meeting. See the *Minutes* of the August 08, 2009 Reunion General Membership Meeting for the amendments that were approved.

Prior to August 8, 2009, amendments to this Constitution and By-laws were adopted by the members of SHSAA, Inc. by majority vote at the Reunion General Membership Meeting in Ft. Lauderdale, Florida, on **August 11, 2007**, and became effective immediately following adjournment of the Meeting. See the *Minutes* of the August 11, 2007 Reunion General Membership Meeting for the amendments that were approved.

Prior to August 11, 2007, amendments to this Constitution and By-laws were adopted by the members of the SHSAA, Inc. by majority vote at the Reunion General Membership Meeting in Clinton, North Carolina, on **August 12, 2006**, and became effective immediately following adjournment of the Meeting. See the *Minutes* of the August 12, 2006 Reunion General Membership Meeting for the amendments that were approved.