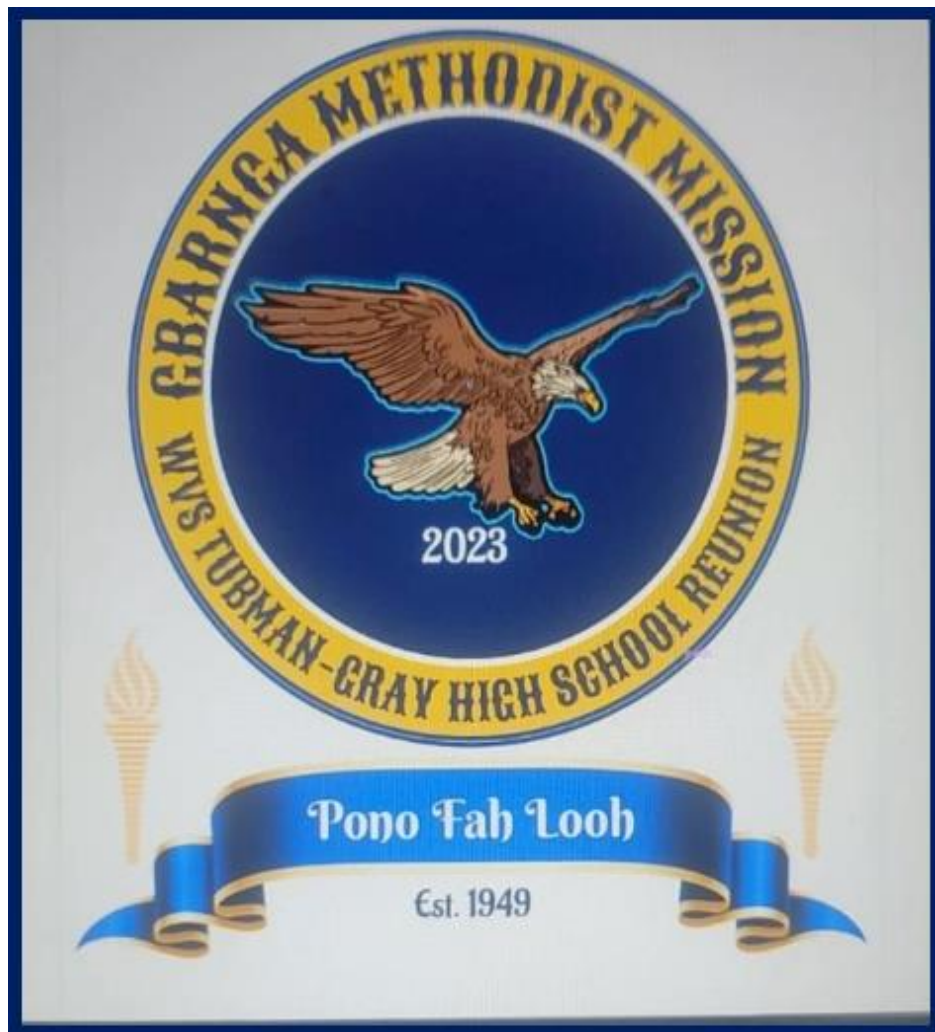


# **By-Laws And Constitution**

**The Gbarnga Methodist Mission School**

**Alumni Association – USA**



*Adopted – August 31, 2019*

*Columbia, Maryland*



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## **Preamble**

**Whereas**, we the alumni, including former students, faculty, staff and friends of the William V. S. Tubman Elementary and Junior High School, established February 10, 1949, which later became The William V. S. Tubman-Gray (W. V. S. Tubman-Gray) High School, commonly referred to as “The Gbarnga Methodist Mission,” residing in the United States and elsewhere in the Diaspora, cognizant of the enormous contributions that this Christian school made in the early educational and character formation of our lives;

**Whereas**, we cherish and pride the solid educational and character foundation given to us by our beloved Alma Mater through the immense sacrifices of those whom God inspired to give us this great head start, that we today are responsible and productive citizens, and we hence forever remain grateful for their invaluable contributions to our growth and development;

**Whereas**, we, overwhelmed and grateful by the impact The Gbarnga Methodist Mission made to our growth and development, feel a strong sense of commitment to meaningfully give back to our Alma Mater through educational and physical infrastructural developmental initiatives to restore her institutional dignity, legacy and pride;

**Whereas**, our commitment ignites in us a oneness of purpose to pursue developmental projects at The Gbarnga Methodist Mission to help transform the lives of our brothers and sisters coming after us as our lives were transformed, and that this oneness of purpose is symbolic of the single community belonging and the impartation of quality education that permeated The Gbarnga Methodist Mission community, and was the prime reason for its unmatched educational reputation and accomplishment in developing national religious and political leaders;

**And whereas**, it is unequivocally expedient that we preserve and foster the legacy of “touching and fulfilling lives” as those God inspired men and women who rendered selfless services to us and our beloved Alma Mater, The Gbarnga Methodist Mission;

**Now** be it therefore resolved that, by our unity of purpose and the Gbarnga Methodist Mission bond that strengthens our resolve to give back to our Alma Mater, we have agreed to organize ourselves into a non-profit and developmental-oriented organization to be known and styled The Gbarnga Methodist Mission School Alumni Association in the Americas.

## **MOTTO**

United In Purpose, Resolute To Give Back

## **EMBLEM**

The emblem of The Gbarnga Methodist Mission School Alumni Association in the Americas shall be "The Eagle," a symbol of strength and humanity. This symbol was chosen in 1949 when the school opened its door to the people of Gbarnga and its surrounding communities and the Republic of Liberia.

## **ARTICLE I: NAME, LEGAL STRUCTURE, OFFICIAL ADDRESS AND OPERATING PROCEDURES**

### **Section 1.1: Name**

The name of this association shall be "The Gbarnga Methodist Mission Alumni Association in the Americas, hereinafter referred to as "The Gbarnga Methodist Mission Alumni Association."

### **Section 1.2: Legal Structure**

The Gbarnga Methodist Mission Alumni Association shall be a not-for-profit organization and shall be incorporated as a 501 (c) (3) organization under the laws of the United States of America. The Gbarnga Methodist Mission Alumni Association shall be governed by a Board of Directors.

### **Section 1.3: Official Address**

The official business address of the Gbarnga Methodist Mission Alumni Association shall be 11 Allen Avenue, Apt #5, Pawtucket, RI 02860.

### **Section 1.4: Operating Procedure**

The procedure for conducting the official affairs of this Association shall conform to the Roberts Rules of Order and the general Rules of Parliamentary Procedure.

## **ARTICLE II: OBJECTIVES**

Section 2.1: As a non-profit organization, The Gbarnga Methodist Mission Alumni Association shall operate exclusively for charitable educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of the United States of America.

Section 2.2: It shall seek to render assistance to deserving and less fortunate students to develop, improve and enhance their learning experience at the institution.

Section 2.3: It shall seek to collaborate with the school's administration in Liberia to restore the institution's physical infrastructure to promote a conducive learning environment.

Section 2.4: It shall seek to collaborate with the school's administration in educational enhancement activities that will stimulate the intellect of students.

Section 2.5: It shall identify, organize and implement fundraising programs to support its mission, programs, goals and objectives. Funds will be solicited through appropriate legal means to support the programs and activities earmarked by the Association. Fundraising activities shall include, but not limited to, membership dues, donations, grant funds and investments.

Section 2.6: It shall solicit books and other school supplies to be sent to the school to help facilitate the learning needs of students.

Section 2.7: It shall seek to establish and maintain an open line of communication between the school administration in Liberia and the Association in the Americas to share ideas, best practices and resources that will enhance learning.

Section 2.8: It shall endeavor to engage in health and wellness activities at the school. Those activities shall include, but not limited to, safe drinking water initiatives and medical needs projects.

Section 2.9: It shall seek to encourage training programs for teachers at the school so that they are equipped to provide quality education to the students.

Section 2.10: It shall seek to promote cordial relations between members of the The Gbarnga Methodist Mission Alumni Association in the Americas through programs and other social and recreational activities. It shall also come to the aid of downtrodden members of the Association, most especially providing charitable aid to active and due paying downtrodden member(s) when within its capacity to do so.

### **ARTICLE III: ORGANIZATIONAL STRUCTURE**

#### **Section 3: The General Body**

Section 3.1: **Power of the General Body:** The General Body shall be the highest decision making body of The Gbarnga Methodist Mission Alumni Association.

Section 3.2: **Composition of the General Body:** The General Body shall consist of all members-full, affiliate, associate and honorary.

Section 3.3: **Becoming a Member of the General Body:** Membership in The Gbarnga Methodist Mission Alumni Association shall be defined as those persons who were once students, faculty, and staff; those persons who are sympathetic to the goals and objectives of the Association; and those persons who are connected to a former student, faculty or staff by blood and/or marriage, and who express interest in becoming a member. Honorary membership shall also be offered to

anyone seeking same. Membership shall not be denied to anyone who meets the membership criteria as herein defined.

**Section 3.4: Membership Process:** Any former student, faculty, and staff; anyone connected to a former student, faculty or staff by blood or marriage; anyone sympathetic to the ideals, goals and objectives; and anyone seeking honorary membership into the Gbarnga Methodist Mission Alumni Association, shall register his/her name with the General Secretary by completing a Membership Application Form. All current members shall also complete a Membership Application Form. The Membership Application Form shall be uploaded online at the Association's website so that anyone in any part of the world can have access to the form if he/she wants to become member.

**Section 3.4.1: Membership Application Completion Process:** The General Secretary shall give each member the application to complete, or anyone interested in membership shall log unto the Association's website to complete the application. The General Secretary shall maintain a computer database of all members

### **Section 3.5: Membership Categories**

**Section 3.5.1: Active Member:** All members of the Gbarnga Methodist Mission Alumni Association shall be active in the affairs of the Association. An active member is defined as a member who is current in his/her monthly dues, involved in the activities of the Association and is always willing to work for the Association when called upon.

**Section 3.5.2: Inactive Member:** An inactive member is a member who is one year or more years delinquent in his/her monthly dues, does not participate in the affairs of the Association and who is disconnected from the activities and programs of the Association. But the most important criteria for being considered inactive is being delinquent in membership dues.

**Section 3.6: Consequences for Inactive Membership:** Any member, who is inactive as defined in Section 3.5.2 of this constitution, shall forfeit membership privileges such as voting in decisions at meetings, being nominated as contestant in elections and voting in elections. The only exception to this constitutional provision is when the member has a legitimate and compelling excuse, such as illness, economic hardship and/or other reasonable excuses. The member shall communicate his/her situation to the Association through the Chairperson of the Membership and Social Committee.

**Section 3.7: Restoring to Active Membership:** An inactive member may restore him/herself into active membership by paying all delinquent membership dues and resuming full participation in the activities and programs of the Association. Paying membership dues owed is the most important criteria for active membership restoration. Once all delinquent dues have been paid, the member(s) in question automatically resumes active membership status.

**Section 3.8: Due Waiver Dispensation:** In the case where it is determined that a member's inability to pay his/her membership dues is due to illness, economic hardship or other reasonable excuses, the assembly of the Association may vote to grant a "due waiver dispensation." The presiding officer may call for a motion to waive 25%, 50%, 75% or 100% of the dues owed

depending on the magnitude of the member's particular inability circumstances. The motion must state specifically the percentage of the delinquent dues to be waived. If the motion requires a portion of the delinquent dues to be paid, the member(s) shall proceed to the desk of the Financial Secretary and make his/her payment, and if the motion waives all delinquent dues, the member takes no action. In either case, the presiding officer shall pronounce and gavel that the member has been restored into active membership status.

### Section 3.9: **Constitutional Governance**

Section 3.9.1: All members of the Gbarnga Methodist Mission Alumni Association shall agree to be governed by the bylaws and constitution herein prescribed.

Section 3.10: **Suspension of Membership:** Participation in The Gbarnga Methodist Mission Alumni Association may be suspended if a member's action or intentions are in any way harmful to the goals and objectives of the Association. If there are grounds for suspension, the affected member(s) shall be given the opportunity to be heard orally or in writing before the Board of Directors to defend him/herself. The Board may elect to counsel with the member(s) in an effort to resolve the issues. If all efforts fail, and most especially, if the member(s) in question refuses an amicable resolution of the issues, the suspension shall take effect. At this point, the Board in consultation with the General Body shall determine a temporary or indefinite suspension.

Section 3.11: **Member Resignation:** A member of the Gbarnga Methodist Mission may choose to relinquish his/her membership for justifiable cause(s). Said resignation shall be done by written communication, letter or email, to the Executive Committee through the office of the General Secretary. If the member declines to formally resign, but no longer participates in the activities of the Association nor make due payments and other financial obligations, he/she will be considered inactive, and will forfeit all rights and privileges as herein prescribed. A resigned member forfeits all right and privileges. A resigned member may reinstate his/her membership.

### Section 3.12: **Duties of the General Body**

Section 3.12.1: Through a simple majority vote of no confidence, the General Body shall remove by impeachment, any Executive Committee member for reasons of mistrust, mismanagement/misapplication of funds, infringement of the bylaws and constitution and other behaviors deemed to contravene the goals and objectives and core values of the Association. It shall also suspend and/or expel any board member whose behaviors contravene the goals, objectives and core values of the Association and who has violated any provisions of the bylaws and constitution herein prescribed.

Section 3.12.2: It shall elect Executive Committee members into office every three (3) year, and by vote of a simple majority of members present at a meeting, shall vote for Executive Committee officers to succeed themselves for another three year term. No Executive Committee officer shall exceed two term limit.



Section 3.12.3: It shall select the members of the Board of Directors at the seat of the Annual Meeting, and they shall serve at the pleasure of the General Body. This means that as long as members of the Board of Directors continue to enjoy the trust and confidence of the General Body, and have not infringed any portions of this constitution, they shall remain in office.

Section 3.12.4: It has the power to cite the members of the Board of Directors, Executive Committee, standing and ad hoc committees to inquire about any issue of concern of the Association.

Section 3.12.5: It shall perform other duties that are deemed necessary for the smooth functioning of the Association.

### Section 3.13: **Board of Directors**

Section 3.13.1: There shall be a Board of Directors to serve as the governing body of the Gbarnga Methodist Mission Alumni Association.

Section 3.13.2: **Composition of the Board of Directors:** The Board shall consist of five members, and one of them shall be a past National President, while the remaining four shall be non-officers.

Section 3.13.3: **Officers of the Board of Directors:** The Board shall have a chair and secretary as officers and three (3) members. The secretary of the Board of Directors shall be selected by members of the Board at a meeting to be determined by it.

Section 3.13.4: **Selection of Members of the Board of Directors:** The National President, in consultation with the rest of the Executive Committee members, shall recommend five (5) names to the General Body, as members of the Board of Directors, with one name recommended as Chairman, at the seat of the Annual Meeting.

Section 3.13.5: **Voting for the Members of the Board of Directors:** Having submitted the five (5) names, including the Chairman, to the General Body, the Body shall, by a simple majority, vote to endorse the names. Should there be a rejection of any of the names recommended, including the Chairman, the National President or the presiding officer shall request nominations from the floor of the sitting Annual Meeting to replace the rejected name(s). If none of the name(s) is rejected, the whole slate of recommended names shall be voted in one motion.

### Section 3.14: **Powers and Duties of the Board of Directors**

Section 3.14.1: The Board shall work with the Executive Committee in the development of programs and policies of the Gbarnga Methodist Mission Alumni Association.

Section 3.14.2: It shall evaluate and approve all programs and/or activities of the Association.

Section 3.14.3: It shall work with the Executive Committee and Standing Committees for the smooth operation of the Association.

Section 3.14.4: The Board of Directors has the power to summon the Executive Committee or any member thereof for any inquiry concerning the Association.

Section 3.14.5: It shall help with fundraising for the Association.

Section 3.14.6: It shall review and approve the annual budget and any expenditure of an impressive scale of the Association before they are voted for final approval by the General Body.

Section 3.14.7: It shall review and approve all amendments to the constitution before they are voted into law by the General Body.

Section 3.14.8: It shall perform other duties that may be necessary for the smooth operation of the Association.

Section 3.15: **The Executive Committee:** There shall be an Executive Committee of six (6) elected officers and four appointed standing committees.

Section 3.15.1: **Composition of the Executive Committee:** The Executive Committee shall consist of a National President, National Vice President, General Secretary, Treasurer, Financial Secretary, Chaplain and four (4) standing committees.

Section 3.16: **Powers and Duties of the Executive Committee**

Section 3.16.1: The Executive Committee shall run the day-to-day operations of the Association, serving as the chief administrative body and shall execute all decisions of the Association.

Section 3.16.2: It shall appoint all standing and ad hoc committees with the advice and consent of the Board of Directors.

Section 3.16.3: It shall draft the annual budget in collaboration with the Budget and Finance Committee and all spending proposals of the Association for review by the Board of Directors and approval by the General Body.

Section 3.16.4: It shall organize and execute the Gbarnga Methodist Mission Alumni Association's Annual Meeting in conjunction with the host committee.

Section 3.16.5: It shall develop short, medium and long term programs and proposals for review and approval by the Board of Directors.

Section 3.16.6: It shall supervise all projects undertaken by the Gbarnga Methodist Mission Alumni Association.

Section 3.16.7: It shall make a written annual progress report through the National President at the seat of Annual Meeting for the year under review.

Section 3.16.8: It shall also undertake efforts of grant initiatives/proposals and develop donor list of financial and material contributors from time to time.

### Section 3.17: **Duties of Executive Committee Officers**

Section 3.17.1: **National President:** The National President is the chief executive officer and chief spokesman/woman of the Gbarnga Methodist Mission Alumni Association.

Section 3.17.2: He/she shall coordinate the activities of the Executive Committee and the Association; shall preside over all Executive Committee meetings, call and/or emergency and annual meetings; shall represent the Association at meetings with the external community; shall provide leadership in raising funds; shall appoint all standing and ad hoc committees with the advice and consent of the Board of Directors; and he/she shall also delegate any responsibility as he/she sees fit for the benefit of the Association.

Section 3.17.3: He/she shall prepare the agenda for all meetings in collaboration with the General Secretary.

Section 3.17.4: He/she shall deliver an annual progress/state of the Gbarnga Methodist Mission Alumni Association at the Annual Meeting. Such report shall include any and all major events of the Association for the year under review.

Section 3.17.5: He/she shall take on other assigned responsibilities deemed appropriate for the smooth operation of the Association.

Section 3.17.6: He/she is one of the three signatories on the Gbarnga Methodist Mission Alumni Association's bank account.

Section 3.17.7: He/she shall be authorized by the Board of Directors to sign all contracts of the Gbarnga Methodist Mission Alumni Association.

Section 3.17.8: The National President shall appoint a Marshall with the advice and consent of the Board of Directors and the appointment shall be approved by the General Body.

Section 3.17.9: The Marshall shall be responsible for keeping all discussions and transactions within the boundaries of Parliamentary procedure. The National President may impose a reasonable fine for any disorderly conduct during meetings or gatherings; such fine shall be collected by the Marshall and reported to the Treasurer.

### Section 3.18: **National Vice President**

Section 3.18.1: The National Vice Chairperson shall have the responsibility of coordinating the activities of the Gbarnga Methodist Mission Alumni Association in the absence of the National President or as delegated to him/her by the National President.

Section 3.18.2: In the absence of the National President, he/she shall have appointive powers. However, in the case of resignation, inability to serve, impeachment for constitutional infringement, death or otherwise, the National Vice President ascends to the Presidency by rule of constitutional ascendancy. The vacancy of the National Vice President created by the replacement of the National President shall be filled by the Executive Committee in consultation with the Board of Directors until elections are held.

Section 3.18.3: The National Vice President shall assist the National President in running the day-to-day operations of the Association.

Section 3.18.4: The National Vice President shall serve as ex-officio to all standing committees.

Section 3.18.5: The National Vice President shall carry out other responsibilities as assigned by the National President and/or Chairman of the Board of Directors.

### Section 3.19: **General Secretary**

Section 3.19.1: The General Secretary shall take, prepare and read minutes of all meetings, and shall serve as chief custodian of the Association's records.

Section 3.19.2: He/she shall distribute minutes to all members of the organization in a timely manner. For minutes of a quarterly meeting and the Annual Meeting, the General Secretary shall within two weeks of the meeting, disseminate the minutes to all members

Section 3.19.3: The General Secretary shall make all efforts to create a database, containing the names, home addresses, phone numbers, and email addresses of all members, as this will make it easy to disseminate minutes and other pertinent information in a timely manner.

Section 3.19.4: He/she shall assist the National President in preparing the agenda for all meetings, program for the Annual Meetings and other documents.

Section 3.19.5: He/she shall register all those who express interest in becoming members of the Gbarnga Methodist Mission Alumni Association, and shall maintain an accurate roster/record of all members.

Section 3.19.6: He/she shall periodically check the Association's website for online membership registrations.

Section 3.19.7: In consultation with the National President, he/she shall provide periodic updates, preferably monthly, to keep members informed about the Association's activities.

Section 3.19.8: He/she may be assigned others tasks as may be deemed necessary by the National President.

### Section 3.20: **Treasurer**

Section 3.20.1: The Treasurer shall be responsible to deposit all funds in the designated bank account of the Gbarnga Methodist Mission Alumni Association.

Section 3.20.2: He/she shall submit periodic financial reports to the Board of Directors, Executive Committee and/or General Body. Said reports may be subject to external audit.

Section 3.20.3: He/she shall make financial reports at any time at the request of the Board of Directors, Executive Committee or General Body.

Section 3.20.4: He/she shall ensure that the financial records of the Gbarnga Methodist Mission Alumni Association are accurate, and shall make same available for auditing when required.

Section 3.20.5: He/she shall work with the Budget and Finance Committee for all financial investments of the Association with the advice and consent of the Board of Directors.

Section 3.20.6: He/she shall work with the Budget and Finance Committee to formulate fundraising programs, write grant proposals and organize donor lists of financial and material contributors.

Section 3.20.7: He/she is one of the three signatories on the Gbarnga Methodist Alumni Association's bank account.

Section 3.20.8: He/she shall work with the Budget and Finance Committee to prepare the Association's annual budget. Said Budget shall be submitted to the Board of Directors for review and approval before submitting same to the General Body for final approval.

Section 3.20.9: As the Chief Financial Officer, he/she along with Budget and Finance Committee, shall conduct an annual internal audit of the Gbarnga Methodist Mission Alumni Association's financial statements one month before the Annual Meeting, and report the results and/or findings of such audit to the General Body as part of the annual financial report to be made by him/her at the Annual Meeting.

Section 3.20.10: The Treasurer shall prepare and file taxes and/or financial report to the Internal Revenue Service as required by a 501 (c) (3) organization to remain in status.

Section 3.20.11: He/she shall disburse funds authorized by the Board of Director, Executive Committee or the General Body through the funds disbursement process as herein prescribed.

Section 3.20.12: He/she shall write disbursement checks for the signature of the Chairman of the Board of Directors or the National President.

### Section 3.21: **Financial Secretary**

Section 3.21.1: For check and balance purposes, there shall be a Financial Secretary who shall be responsible for revenue collection for the Association. He/she shall record all revenue intake and keep accurate records of same. Having recorded the revenue intake, he/she shall transmit the collection to the Treasurer for deposit.

Section 3.21.2: The Financial Secretary shall make quarterly reports independent of the Treasurer's reports to the quarterly Executive Committee meetings. The rationale for this reporting structure is to ensure that revenue intake matches deposits.

Section 3.21.3: The Financial Secretary shall act as Treasurer in his/her absence. In the case where the Financial Secretary acts as Treasurer, the National President with the advice and consent of the Board of Directors shall appoint an Interim Financial Secretary.

Section 3.21.4: The National President or Treasurer may assign other financial responsibilities to the Financial Secretary.

### Section 3.22: **Chaplain**

Section 3.22.1: The Chaplain shall be responsible for invoking the presence of God at all meetings and shall be in charge of all devotional and religious invocation exercises.

Section 3.22.2: He/she shall be responsible for the spiritual guidance of the Gbarnga Methodist Mission Alumni Association, providing counsel to any bereaved and/or distraught member.

Section 3.22.3: He/she shall advise the Association on religious issues and shall plan and facilitate all religious activities.

### Section 3.23: **Standing Committees**

Section 3.23.1: There shall be four (4) standing committees-Education and Research Committee, Planning and Implementation Committee, Budget and Finance Committee, and Membership and Social Committee.

### Section 3.24.: **Duties of the Standing Committees**

Section 3.24.1: **Education and Research Committee:** The Education and Research Committee shall research and compile historical information of the William V. S. Tubman-Gray High School and engage in other research work for the benefit of ongoing educational enhancement for all those connected to the Gbarnga Methodist Mission Alumni Association, as well as the public, but especially for the young generation of the Gbarnga Methodist Mission community, honorary members and other interested community stakeholders in the United States and elsewhere in the Diaspora.

Section 3.24.2: The Committee shall identify educational projects for educational development for the school in Liberia and shall establish a scholarship program.

Section 3.24.3: The Committee shall identify needed students who can benefit from the Gbarnga Methodist Mission Alumni Association's scholarship program.

Section 3.24.4: The committee shall take on other education related assignments.

### Section 3.25: **Planning and Implementation Committee**

Section 3.25.1: The Planning and Implementation Committee shall identify, organize and execute fundraising projects and programs.

Section 3.25.2: The committee shall plan, develop, coordinate and evaluate projects and programs of the Association. It shall work with the Executive Committee and the Board of Directors in carrying out these responsibilities.

Section 3.25.3: The National President may assign certain projects to the Planning and Implementation Committee for execution.

Section 3.25.4: The Planning and Implementation Committee shall organize and execute at least one major fundraising project or program every year.

### Section 3.26: **Budget and Finance Committee**

Section 3.26.1: The Budget and Finance Committee shall work along with the Treasurer to conduct an internal annual audit of the financial statements of the Gbarnga Methodist Mission Alumni Association. The results and/or findings of the committee shall form part of the annual financial report to be made by the Treasurer at the Annual Meeting.

Section 3.26.2: The committee along with the Treasurer shall write grant proposals, explore investments opportunities and solicit financial and material donors for the Gbarnga Methodist Mission Alumni Association.

Section 3.26.3: The Committee shall work along with the Treasurer to prepare the fiscal budget of the Gbarnga Methodist Mission Alumni Association.

Section 3.26.4: The Committee shall work with the Treasurer to prepare the books and financial records of the Gbarnga Methodist Mission Alumni Association for external audits when required.

### Section 3.27: **Membership and Social Committee**

Section 3.27.1: The Membership and Social Committee shall solicit and recruit new members into the Gbarnga Methodist Mission Alumni Association by contacting former students, staff, teachers, citizens of Liberia, friends and sympathizers, who share the vision, programs and activities of the Gbarnga Methodist Mission Alumni Association. The chairperson of this committee shall be a

people's person. He/she shall make efforts to identify people who would not only express interest to become members, but people who will support the programs of the Gbarnga Methodist Mission Alumni Association.

Section 3.27.2: The Membership and Social Committee shall be responsible for social activities, including but not limited to sports, entertainment and recreation.

Section 3.27.3: The committee shall work with the Chaplain to contact bereaved members and sympathize with them. With the availability of funds, the chairperson shall purchase sympathy cards and present or mail them to bereaved members and their families on behalf of the Gbarnga Methodist Mission Alumni Association.

Section 3.27.4: The committee shall send congratulatory messages to members celebrating special events in their lives. With the availability of funds, the chairperson shall purchase congratulatory cards for members celebrating special events.

Section 3.27.5: In order for the committee to be effective, efficient and fair in its responsibilities to bereaved members and members celebrating special events, the chairperson must be notified of the occurrence as stated in Sections 3.27.3 and 3.27.4. In the case where funding is not available, the chairperson, once notified, shall call the member(s) and/or their families and express sentiments of condolences or congratulations on behalf of the Gbarnga Methodist Mission Alumni Association.

Section 3.27.6: The committee shall coordinate an official delegation to attend the funeral of a Gbarnga Methodist Mission alumnus, who is a member of the Association, following recommendation of the Executive Committee in consultation with the Board of Directors. The alumnus must be in good standing or be an active member. To send an official delegation to the funeral of a Gbarnga Methodist Mission alumnus, who is not a member of the Association, and who is an inactive member of the Association, there must be compelling and justifiable reasons for Association's presence at the funeral.

Section 3.27.7: When the Association makes an official representation at the funeral of an active member, the representative(s) shall pay a tribute and lay a wreath on behalf of the Association. There shall be no tribute of monetary value.

Section 3.27.8: All Standing Committee chairpersons serve at the pleasure of the National President.



## **ARTICLE IV: FINANCIAL MATTERS**

Section 4.1: **Fiscal Year:** The fiscal year of the Gbarnga Methodist Mission Alumni Association shall be from August 1 to July 31 of each year.

Section 4.2: **The Annual Budget:** The annual budget of the Gbarnga Methodist Mission Alumni Association shall be formulated by the Treasurer and the Budget and Finance Committee and submitted to the Board of Directors for review and approval before submitting same to the General Body for final vote and approval at the seat of the Annual Meeting.

Section 4.3: **Depositing of Funds:** All funds of the Gbarnga Methodist Mission Alumni Association shall be deposited in a bank designated by the General Body. Following a fundraising event, any funds collected shall be deposited in the bank the next business day. Any funds raised at the Annual Meeting shall be deposited the next business day following the end of the Annual Meeting.

Section 4.4: **Signatories to the Bank Account:** The Chairman of the Board of Directors, National President and Treasurer shall be the only three signatories to the Gbarnga Methodist Mission's bank account. The Chairman of the Board of Directors' signature shall appear on a disbursement voucher, withdrawal slip and/or check for a disbursement of an impressive scale to be honored. The National President shall sign in the absence of the Chairman of the Board of Directors or when such signing authority is delegated to the National President by the Chairman of the Board of Directors. In the absence of the Chairman of the Board of Director and the National President, this signing authority falls on the Treasurer.

Section 4.5: The Treasurer shall sign all disbursement checks and withdrawal slips considered to be of less impressive scale. The Board of Directors and the Executive Committee decide as to the dollar amount that constitutes "an impressive scale."

Section 4.5: **Withdrawal/Disbursement of Funds:** Funds shall be withdrawn in keeping with the annual budget. For any disbursement, the Treasurer shall prepare a disbursement voucher, and said voucher shall be reviewed and signed by the Chairman of the Board of Directors. In the case where the Chairman of the Board of Directors is not available, by email, the Chairman of the Board of Directors shall communicate with the National President to sign. The National President must attach that email to the transaction. Disbursement here refers to those of an "impressive scale." For other disbursement, the Treasurer shall prepare the disbursement voucher for the National President's signature before the Treasurer can write the check.

Section 4.6: **Compensation and Reimbursement:** All officers of the Gbarnga Methodist Mission Alumni Association shall serve without compensation, except in cases of reimbursement for expenses incurred, using their personal finances for and on behalf of the Association in impromptu and/or emergency situations. Such impromptu and/or emergency expenses shall not exceed \$100 (one hundred United States dollars) or its equivalent value in other currencies. Reimbursement to the person(s) making such good gestures for the Association shall follow the "withdrawal/disbursement of funds" process as herein prescribed.

**Section 4.7: Membership Dues:** Each member of the Gbarnga Methodist Mission Alumni Association shall pay an annual membership due of \$120 (one hundred & twenty) United States dollars, which equates to \$10 (ten dollars) a month.

Section 4.7.1: The annual membership dues shall be paid to the Financial Secretary during or before the Annual Meeting. Members who are current with membership dues shall be members in “good standing.”

**Section 4.8: Annual Meeting Registration Fee:** Each member attending the Annual Meeting shall pay a registration fee to be seated at the meeting. The registration fee shall be determined by the Executive Committee in collaboration with the Annual Meeting Host Committee and the registration fee shall entitle the member to a registration package, which may include the meeting agenda, memorabilia and other souvenirs if available. The Executive Committee and/or the Host Committee shall communicate the registration fee to all members no later than six (6) months to the Annual Meeting. This may allow members to pre-register. Any member who does not pay the registration fee will not be allowed to get the registration package, be allowed to vote in any decision at the meeting, neither can he/she vote in an election nor be nominated as a contestant.

**Section 4.9: Misappropriation/Misapplication of Funds:**

Section 4.9.1: Misappropriation/misapplication is the unauthorized use of the Association’s funds; falsifying signatures of authorized persons to take the Association’s funds; and collaborating with others to defraud the Association of its funds.

Section 4.9.2: Funds raised by the Gbarnga Methodist Mission Alumni Association and/or funds raised in its name, are to be used for and on its behalf only. Any officer or member found misappropriating/misapplying the Gbarnga Methodist Mission Alumni Association funds shall be asked to retribute such funds. Refusal to retribute the funds shall lead to charges against said person and prosecution in a court of competent jurisdiction.

**Section 4.10: Financial Reports**

Section 4.10.1: The Treasurer shall make an annual report of the financial statements of the Gbarnga Methodist Mission Alumni Association at the seat of the Annual Meeting.

**Section 4.11: Liability for Debts or Obligations:**

Section 4.11.1: No member of the Gbarnga Methodist Mission Alumni Association shall be personally liable for its debts, liabilities or obligations.

## **ARTICLE V: MEETINGS**

### **Section 5.1: Meetings of the General Body**

Section 5.2: **Annual Meeting:** The General Body shall meet once a year at the Annual Meeting during the last week-end of July or first week-end in August. However, the Executive Committee may alter these dates based on any prevailing circumstances.

Section 5.3: **Emergency and Special/Call Meetings:** The General Body shall convene emergency or special/call meetings by directive of the Board of Directors and/or the Executive Committee to discuss issues of pressing nature of the Association. The place, date, time and medium of the meetings shall be determined by the Executive Committee.

Section 5.4: **Venue of the Annual Meeting:** At the seat of the siting Annual Meeting, the General Body shall decide the following year Annual Meeting's venue. The Annual Meeting may be hosted on a rotational basis.

Section 5.5: **Quorum of General Body's Meeting:** A two-thirds members of the General Body at an Annual Meeting shall constitute a quorum.

Section 5.6: **Binding Decisions at the Meeting of the General Body:** A simple majority vote of members present at a general meeting or Annual Meeting shall bind decisions of the meeting.

### **Section 5.7: Meetings of the Board of Directors**

Section 5.7.1: **Regular Meeting:** The Board of Directors shall meet two times a year to discuss issues of the Association. Members of the Board shall determine the date, time, place and medium of conducting their regular meetings.

Section 5.7.2: **Special or Emergency Meeting:** The Board of Directors, when deemed fit, may convene a special or emergency meeting to discuss issues of pressing nature.

Section 5.7.3: **Quorum of a Board of Directors' Meeting:** Because it has only five (5) members, three members of the Board of Directors shall constitute a quorum to conduct a meeting.

Section 5.7.4: **Binding Decisions at a Meeting of the Board of Directors:** A simple majority vote of members present at a Board of Directors' meeting shall bind decisions.

Section 5.7.5: **Notice for Board Meeting:** The secretary to the Board shall issue citation for all Board meetings not fewer than ten (10) days or more than thirty (30) days before the date of a meeting, except in cases of special/emergency meetings. Board meeting can be cited by verbal notice; however, the secretary of the Board shall provide constant verbal reminders to the day of the meeting. The Board can decide the medium of the conduct of the meeting.

### **Section 5.8: Meetings of the Executive Committee**

Section 5.8.1 **Regular Meeting:** The Executive Committee shall meet quarterly (every three month) or four times during a fiscal year of the Association. It shall decide on the date, time and place to meet as well as the medium of conducting the meeting.

Section 5.8.2: **Special or Emergency Meeting:** The Executive Committee, when deemed fit, may convene a special or emergency meeting to discuss issues of pressing nature.

Section 5.8.3: **Quorum of the Executive Committee Meeting:** The quorum for an Executive Committee meeting shall be no less than seven (7) officers.

Section 5.8.4: **Binding Decisions at Meeting of the Executive Committee:** A simple majority vote of members present at an Executive Committee meeting shall bind decisions.

Section 5.8.5: **Notice for an Executive Committee Meeting:** The secretary to the Executive Committee shall issue citation for a meeting no fewer than ten (10) days or more than thirty (30) days before the date of meeting, unless in the case of an Emergency or a Special/Call meeting. The meeting can be cited by verbal notice; however, the secretary of the Executive Committee shall provide constant verbal reminders to the day of the meeting. The Committee can decide the medium of the conduct of the meeting.

#### Section 5.9: **Meetings of the Standing Committees**

Section 5.9.1: **Regular Meeting:** The Standing Committees-Education and Research, Planning and Implementation, Budget and Finance, Membership and Social, shall meet as often as they want to meet. The meetings shall be held at a date, time and place of their choosing and the medium for the conduct of the meeting. Each committee shall submit a final report two months before the Annual Meeting to the National President so that the National President can include them in his State of the Association address.

Section 5.9.2: **Special or Emergency Meeting:** The committees may convene a special/call or emergency meeting as the need may arise to discuss issues of pressing nature of their respective committees.

### **ARTICLE VI: ELECTION, ELIGIBILITY, TENURE OF OFFICERS, REMOVAL/IMPEACHMENT, AND VOTING PRIVILEGES**

#### Section 6.1: **Selection of Board Members:**

Section 6.2: Members of the Board of Directors shall be selected and confirmed by the General Body at the Annual Meeting of the Gbarnga Methodist Mission Alumni Association.

Section 6.3: **Selection Process:** The Executive Committee shall present five (5) names, one of whom shall be a past National President, to the General Body for endorsement as members of the Board of Directors. The Executive Committee shall vet all potential nominees before

recommending them for endorsement to the General Body. In the case where a board nominee is rejected by the General Body upon the Executive Committee's presentation of the names, a replacement shall be immediately selected so that the Board's membership requirement is complete. Board members shall be installed with Executive Committee members if they are selected during an election year.

**Section 6.4: Eligibility to become a Member of the Board of Directors:** Only a registered member who is in good financial standing; has solid participation record; shows maturity in dealing with organizational matters; and exhibits responsible judgment in handling issues, shall be selected to the Board of Directors.

**Section 6.5: Term of Office of Board Members:** Members of the Board of Directors shall serve at the pleasure of the General Body and for an indefinite period as long as they continue to enjoy the trust and confidence of the body and have not violated any of the provisions of the constitution herein prescribed or violated the mission, core values, goals and objectives of the Association.

**Section 6.6: Removal of a Board Member:** A member of the Board of Directors may be removed from office by the General Body for dereliction of duties, infringement of the constitution, and other offenses which shall violate the mission, core values, goals and objectives of the Gbarnga Methodist Mission Alumni Association.

**Section 6.7: Selection of the Secretary to the Board of Directors:** The Board of Directors shall select its own secretary. The Board shall have a Chairman, Secretary and three members.

**Section 6.8: Vacancies on the Board:** In the case of a vacancy on the Board of Directors due to death, resignation, removal, inability to serve and other reasons, the Executive Committee, in consultation with the rest of the members of the Board, shall temporarily fill the vacancy until the vacancy can be filled through the selection process at the next Annual Meeting, according Section 6.2 of this constitution.

**Section 6.8: Voting at Board Meeting:** Voting on all matters before the Board of Directors shall be by a simple majority of Board members present.

#### **Section 6.9: Election of Executive Committee Members**

**Section 6.9.1: Election:** The six members of the Executive Committee shall be elected by the General Body at the seat of the Annual Meeting.

**Section 6.9.2: Executive Committee Members Election Process:** The National Chairperson shall appoint a three-member Ad hoc Elections Commission with the advice and consent of the General Body at the seat of the Annual Meeting if it is an election year. The commission shall formulate rules and procedures for that election and conduct same in an open and fair manner.

**Section 6.9.3: Conduct of the Election:** The commission shall conduct the election by secret ballot and ballots shall be immediately tallied and winners pronounced.

Section 6.9.4: **Election Method:** Election of Executive Committee members shall be done by nomination from the floor, but voting shall be done by secret ballot. The Elections Commission shall make this provision as part of its rules.

Section 6.9.5: **Eligibility to Contest as Executive Committee Officer:** In order to be nominated to contest in an Executive Committee Officers election, the nominee shall be current with his/her membership due and any other outstanding financial obligations; have a solid participation record in the activities of the Association; have sound judgment in dealing with organizational matters; have good decision-making skills; be mature, responsible and have interpersonal skills; have leadership abilities and must be trustworthy; and must be visionary.

Section 6.9.6: The nominee(s) for the National President shall, having being nominated, be given 5 to 10 minutes to articulate their vision and/or plans for the Gbarnga Methodist Mission Alumni Association before the voting takes place. This is to inform the decision of the voters to make the appropriate choice.

Section 6.9.7: No name(s) shall be placed in nomination without the consent of the nominee and no one shall be placed in nomination in absentia.

Section 6.9.8: **Term of Office:** Executive Committee officers shall serve a three (3) year term. However, an Executive Committee member may succeed himself/herself for a second three year term as long as he/she continues to enjoy the trust and confidence of the membership of the Association and has not violated any provisions of this constitution or violated the mission, core values, goals and objectives of the Association. No Executive Committee officer shall exceed a two term limit.

Section 6.9.9: **Impeachment or Removal from Office:** An Executive Committee officer shall be removed from office by the General Body for bridge of trust, dereliction of duty, infringement of any provisions of this constitution or other reasons which violate the mission, core values, goals and objectives of the Gbarnga Methodist Mission Alumni Association. Such removal shall be done by a simple majority vote of members of the General Body present at a meeting.

Section 6.9.10: **Impeachment Process:** Before an officer is impeached, he/she must be given the opportunity to be heard before the Board of Directors. He/she can elect to present oral or written argument before the Board in his/her defense. At the end of the hearing, the Board shall make the impeachment decision based on the merit of the argument. If the Board determines that the officer's infraction(s) warrants an impeachment, it shall make the recommendation for impeachment to the General Body. The General Body shall then vote on the impeachment and by a simple majority, the officer shall be impeached.

Section 6.9.11: **Appeal Process for Impeachment:** An impeached officer may choose to appeal his/her impeachment by requesting to present his/her case before the General Body. The General Body shall listen to the case, and based on the merit of the presentation, the General Body may

uphold the impeachment or revoke same. At this point, the decision of the General Body shall be final.

Section 6.9.12: **Installation of Elected Executive Committee Members:** All elected Executive Committee officers shall be installed by taking an oath of office during the Annual Meeting at which they are elected.

Section 6.9.13: **Appointment of Standing Committees Chairpersons**

Section 6.9.14: The Chair of each Standing Committee shall be appointed by the National President with the advice and consent of the Board of Directors.

Section 6.9.15: **Term of Office:** The Chair of a Standing Committee shall serve at the pleasure of the National President.

Section 6.10: **Voting Privileges**

Section 6.10.1: **Voting Privileges at an Annual Meeting:** Voting privileges at an Annual Meeting, call, special and/or emergency, shall only be granted to members who are current with their dues and are active and in good standing as herein prescribed.

Section 6.10.2: **Voting Privileges at Executive Committee Members Election:** In order for a member to vote in the election for Executive Committee Officers, he/she must be current with his/her membership dues and other financial obligations and in good standing as herein prescribed. The only exception to this rule is when the General Body unanimously decides and votes on a “due waiver dispensation” for delinquent members for reasons as herein prescribed.

Section 6.10.3: **Casting Tie Breaking Votes:** The National President or the presiding chair at any regular, call and/or emergency meeting shall cast the tie breaking vote.

**ARTICLE VII: CHAPTER ORGANIZATION AND REQUIREMENTS TO ORGANIZE A CHAPTER**

Section 7.1: Any state or a combination of neighboring states wishing to organize a chapter of the Gbarnga Methodist Alumni Association may do so.

Section 7.2: Requirements to Organize a Chapter: For a state to organize a chapter, it shall have no less than seven (7) members who qualify under the definition of membership of the Gbarnga Methodist Mission Alumni Association as defined in this constitution.

Section 7.3: A group of neighboring states may combine to organize a regional chapter. In order to organize a regional chapter, the combined states shall have no less than ten (11) members who

qualify under the definition of membership of the Gbarnga Methodist Alumni Association as defined in this constitution.

Section 7.4: Once the state or combined states have met the required membership threshold, the group shall organize into a chapter by electing its officers, and thereafter inform the National Executive Committee. The chapter shall select its name.

Section 7.5: State and Regional Chapter Officers: The officers for state and regional chapters shall mimic the national officer structure.

Section 7.6: State and Regional Chapter Amenability: State and Regional chapters are amenable to the National Executive Committee. In other words, they shall report to the National executive Committee.

## **ARTICLE VIII: DISSOLUTION OF THE GBARNGA METHODIST MISSION ALUMNI ASSOCIATION:**

Section 8.1: In the event that the Gbarnga Methodist Mission Alumni Association should dissolve for any reason, funds in the treasury, after all creditors' debts have been satisfied, shall go to the school in Liberia; and properties and investments acquired during its life span, shall be sold and the proceeds go to the school in Liberia. Should the school no longer be in existence, all proceeds shall go to a non-profit organization(s) or for a humanitarian cause to be determined by the Gbarnga Methodist Mission Alumni Association.

## **ARTICLE IX: MISCELLANEOUS**

Section 9.1: **Auxiliary Groups:** The Gbarnga Methodist Mission Alumni Association may establish under its auspices, auxiliary or subsidiary groups in other countries, or the Association may be established in other countries. Should such groups be established, their goals, objectives, policies, programs and activities shall be consistent with those of the Association in the Americas.

## **ARTICLE X: AMENDMENTS**

Section 10.1: A proposal for amendment to the constitution may be introduced by a member of the Gbarnga Methodist Mission Alumni Association. The amendment proposal shall be submitted to the Board of Directors in writing 60 days prior to the Annual Meeting. The Board of Directors shall review and approve the proposed amendment, and shall submit it to the General Body at the seat of the Annual Meeting for ratification by a simple majority vote before it becomes part of the constitution.



## **ARTICLE XI: ADOPTION OF THE CONSTITUTION**

Section 11.1: This Constitution shall come into effect after it has been ratified by a simple majority vote of the General Body at the seat of the Annual Meeting at which it is ratified.

Given under our hands this *thirty-first* day of *August, Twenty Thousand and Nineteen,* in the City of *Columbia,* State of *Maryland,* United States of America.

**Constitution Revision Committee**

**Name**

**Signature**

Isaac Junius, Chairman

*Isaac Junius*

Ida Watts Harris, Co-Chairlady

*Ida Watts-Harris*

Bendu Clarke, Secretary

*Bendu Clarke*

Valerie Anderson, Member

*Valerie Anderson*

Joseph Lombel, Member

*Joseph Lombel*

William Yates, Member

*William Yates*

James Venn, Member/Advisor

*James Venn*