**BYLAWS**

**OF THE**

 **NORTH CENTRAL REGION**

**TUSKEGEE NATIONAL ALUMNI ASSOCIATION, INC.**

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**ADOPTED\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

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ARTICLE I

Name of Organization and Colors

SECTION 1. The name of this organization shall be the North Central Region (NCR) of the Tuskegee National Alumni Association (TNAA).

SECTION 2. The states of the North Central region are:

Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, and Wisconsin

SECTION 3. The colors of this organization shall be Crimson and Old Gold.

SECTION 4. The seal and logo shall be the same as the Tuskegee National Alumni Association.

SECTION 5. The North Central Region is an affiliate of the Tuskegee National Alumni Association, Inc., a non-profit association under Section 501(c)(3) of the Internal Revenue Code. Policies and procedures supporting compliance are documented in the current TNAA Operations Manual.

ARTICLE II

Purpose

1*.* To promote, encourage support for the general goals/objectives of the National Association.

2. To encourage alumni in all sections of the region to organize local clubs.

3. To encourage participation at all University activities and National Alumni activities and meetings.

4*.* To encourage local clubs to identify potential scholastically astute students for enrollment at Tuskegee University.

5. To assume and maintain an active Local, Regional and National leadership in promotion and furtherance of Tuskegee University.

6. To maintain communication with the National Alumni Association and the Alumni Office.

7. Report to Clubs and Members-At-Large action taken at all of TNAA Executive Board meetings.

ARTICLE III

Membership

SECTION 1. **Regular**

* Graduate or former student of record at Tuskegee University
* Member of officially sanctioned Tuskegee National Alumni Association (TNAA) professional association

SECTION 2. **Associate**

* Current or former member of the Tuskegee University faculty or staff
* Interested friends and family of Regular members who demonstrate their financial and moral support to Tuskegee University

SECTION 3. **Member-At-Large** is a “regular” member who is not affiliated with a local alumni club.

ARTICLE IV

Dues, Fees and Assessments

SECTION 1. The Fiscal year of this organization shall be from July 1st to June 30th of the following year.

SECTION 2. The annual national dues shall be payable to TNAA as stipulated in the TNAA Constitution & Bylaws.

SECTION 3. Graduates joining TNAA within the first year of graduation shall be exempt from paying national dues for one year.

SECTION 4. Each regular, associate, and member-at-large shall pay annually to the Regional Financial Secretary dues as stipulated by TNAA and the Region.

SECTION 5. Members-At-Large may pay regional and national dues directly to the Financial Secretary of the North Central Region or TNAA.

SECTION 6. Dues shall be paid through the local alumni club to the region for regular and associate members.

SECTION 7. North Central Region may annually assess each club an amount to be determined by the Regional Executive Board.

SECTION 8. Each club shall pay annually to North Central Region any assessment of necessity as stipulated by North Central Region.

SECTION 9. Alumni Clubs shall submit to North Central Region a list of regular and associate members plus fees (Membership Dues and Club Assessments).

SECTION 10. Regional Directors shall submit to the Financial Secretary of TNAA a list of financial members and their contact information by club and checks made payable to TNAA.

ARTICLE V

Officers

SECTION 1. The elected officers of this North Central Region shall be the following:

* Regional Director
* First Assistant Regional Director
* Second Assistant Regional Director
* Third Assistant Regional Director
* Recording Secretary
* Assistant Recording Secretary
* Treasurer
* Financial Secretary
* Public Relations and Marketing Officer
* Chaplain
* Parliamentarian
* Historian

 These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Association.

 Officers in regions and clubs must reside in the cities/counties/states defined in the regions/club’s Bylaws for the entire term.

SECTION 2. Regional Directors shall be elected in the odd years by the members of the Region during the biennial Regional Conference.

SECTION 3. Alumni Club Presidents shall be elected by the members of their respective club.

SECTION 4. OFFICERS AND THEIR ELECTIONS

a. A nominating committee shall consist of at least one member from each of the active clubs in the North Central Region. The committee shall elect the Chair. It shall be the responsibility of each Club president to submit name of their representative to the Regional Director.

b. They shall secure nominees for a slate of Regional Officers to be elected, obtain their consent and send biographical information to the Alumni Clubs, Regional Officers, and Members-At-Large of North Central Region. Nominating Committee members may become nominees for Regional Office.

c. The chair of the nominating committee shall be responsible for verifying with the Financial Secretary the financial standing of all nominees for office.

SECTION 5. ELIGIBILITY OF OFFICERS

1. All Regular, Associate and Members-At-Large, who are in good financial standing with TNAA, shall be eligible to hold office in the North Central Region.
2. Each candidate must havedemonstrated leadership ability in one of the following areas: club officer, chair of a local, regional, or national committee.
3. Candidates for the office of Regional Director shall have held a leadership position on the local and regional level.
4. Each candidate must havebeen a member of the North Central Region for at least two (2) consecutive years’ immediately preceding nomination.
5. Each candidate must have attended at least one (1) biennial regional conference within a four (4) year period.
6. Officers shall be elected biennially and shall serve a term of two (2) years or until a successor has been appointed or elected, and shall be eligible to succeed themselves once in any given office.
7. Any officer may be removed from office for malfeasance, misfeasance, or inability to perform the duties as is determined by the Regional Executive Board by two-thirds (2/3) vote.
8. The newly elected officers shall assume office at the adjournment of the biennial regional conference at which they were elected.
9. No member of the Regional Executive Board shall hold two (2) positions on the Regional Executive Board.
10. There shall be a special Executive Board meeting and orientation immediately following each Biennial Regional Conference. All Executive Board members’ records must be forwarded to the newly elected officers within thirty (30) days after the conference.

ARTICLE VI

Duties of Officers

SECTION 1. REGIONAL DIRECTOR of the North Central Region shall serve

on the Tuskegee National Alumni Association Executive Board. The Regional Director shall preside at all meetings of the region, shall appoint all committees not otherwise provided for and shall be a member ex-officio of all committees except the nominating committee. The Regional Director shall sign all contracts or other written obligations of the region which have been approved by the executive board and/or the regional body. At the Biennial Regional Conference, the Regional Director shall present a report on the general conditions of the region and shall perform other such duties as are commonly delegated to the office. The

Regional Director shall be bonded.

SECTION 2. ASSISTANT REGIONAL DIRECTORS. There shall be three (3) Assistant Regional Directors. They shall perform other duties as prescribed by the Regional Director or the Regional Executive Board in addition to the following.

1. The First Assistant Regional Director shall Chair the Program Committee. In the absence or incapacity of the Regional Director, the First Assistant Regional Director shall serve as acting Regional Director until the Regional Director is able to resume duties.
2. The Second Assistant Regional Director shall Chair the Membership Committee. In the absence or incapacity of the First Assistant Regional Director, the Second Assistant Regional Director shall serve as acting Regional Director until either of the aforementioned officers is able to resume duties.
3. Third Assistant Regional Director shall Chair the Giving and Fund Raising Committee.

SECTION 3. RECORDING SECRETARY shall keep a record of all proceedings and transactions of the Biennial Regional Conference and Executive Board.

* All minutes must be approved by the Regional Director prior to distribution.
* Executive Board minutes shall be sent to the Executive Board and chairs of all standing committees within 60 calendar days of close of board meeting.
* Biennial Regional Conference minutes shall be sent to the Alumni Clubs, Regional Officers, and Members-At-Large within 60 calendar days of close of regional conference.

SECTION 4. ASSISTANT RECORDING SECRETARY shall assist the Recording Secretary as requested and assume the duties of office should the Recording Secretary be unable to carry out those duties. The Assistant Recording Secretary may serve as the Corresponding Secretary if the position is open.

SECTION 5. TREASURER shall

* Serve as Chair of the Budget and Finance Committee
* Prepare budget for review and approval of Regional Executive Board
* Present budget at the Regional Conference for adoption
* Submit all documents for audit prior to the Regional Conference and at other times when requested
* Maintain all financial accounts
* Make a report of the financial standing of the region at Executive Board meetings and Regional Conferences
* Receive, through the Financial Secretary, and secure all funds of the region in a designated bank
* Upon receipt of a voucher approved by the Regional Director and Financial Secretary; the Treasurer shall review the voucher for approval. Treasurer shall issue a check, once voucher is fully approved, that must be signed by either two of the three authorized signatories (Regional Director, Financial Secretary, and Treasurer)
* Perform other duties as commonly delegated to the office.
* Shall be bonded.

SECTION 6. FINANCIAL SECRETARY shall

* Receive all membership dues; other income for the region
* Maintain records of biennial meeting registration fees and forward monies to the Treasurer for deposit
* Serve as one of the approvers for all vouchers
* Serve as one of the authorized signers for checks (signs any check payable to Regional Director or Treasurer)
* Maintain a record of all income and disbursements
* Maintain a master list of all financial members
* Report to the Executive Board when required
* Provide a report at the Regional Conference
* Submit all documents for audit prior to the Regional Conference and at other times when requested.
* Perform other duties as commonly delegated to the office
* Shall be bonded

SECTION 7. HISTORIAN shall forward articles and records of events that are deemed to be of historical significance in the history of the region of the Tuskegee National Alumni Association. Such information shall be forwarded to the Historian of the National Alumni Executive Board.

SECTION 8. PUBLIC RELATIONS and MARKETING OFFICER shall function as the publicity officer for the Region and publish at least twice a year news concerning the NCR, Local Clubs and members-at-large interests along with their alumni.

SECTION 9. CHAPLAIN shall conduct all religious programs for the region, including memorial services in accordance with the tradition of the region. The Chaplain shall open and close all meetings with the appropriate ceremonies.

SECTION 10. PARLIAMENTARIAN shall advise the Regional Director, officers, and members, when requested, as to proper parliamentary procedures; perform other tasks as requested; and Chair the Bylaws Committee.

SECTION 11. SERGEANT-AT-ARMS shall be appointed by the Regional Director to keep order at the Biennial Regional Conference and perform other duties as assigned by the Regional Director.

SECTION 12. VACANCIES: The Regional Director shall appoint a successor to fill the unexpired term of any officer with approval of the Executive Board unless otherwise stated in these bylaws.

SECTION 15. In case of death, resignation, or other unavailability of the Regional Director, as determined by two-thirds (2/3) vote of the Executive Board, the Assistant Regional Director, shall succeed to the Office of Regional Director.

ARTICLE VII

Conferences

SECTION 1. The North Central Region Tuskegee National Alumni Association shall meet biennially in the odd numbered year.

SECTION 2. The time and place of the Biennial Regional Conference shall be determined by the Time and Place Committee, with approval by the Biennial Regional Conference. The time and place shall be announced to the constituents two (2) years prior to that conference.

SECTION 3. If a local alumni club becomes unable to host a biennial regional conference that has been voted upon by the general membership, it shall notify the Regional Director in writing at least one (1) year prior to the scheduled conference. In this case, the Executive Board shall determine the alternate site of the biennial regional conference.

SECTION 4. The financial gain and/or liability from the sponsorship of the Biennial Regional Conference shall be divided between the region and the local host club. This division of the financial gain and/or liability shall be 40% for the region and 60% for the host club. Monies from the region shall be remitted to the host club not later than 60 days after the biennial conference.

SECTION 5. Delegates at the Biennial Regional Conference shall be regular, associate or members-at-large, in good financial standing with their alumni club or members-at-large within the region, to be accredited as a delegate and be registered by the regional conference registration committee. All registered financial delegates are eligible to vote.

SECTION 6. VOTING: All members in good Financial standing shall be eligible to vote in the election of officers. Voting for all elected officers shall take place at the Biennial Regional Conference.

The Nominating Committee shall prepare an official ballot and submit to the Election Committee at the Biennial Regional Conference.

1. Regional officers shall be elected by ballot.
2. The election is not complete until all contested positions are filled and a candidate receives the majority vote (more than 50% of the votes cast).
3. If there are two candidates for a position and the vote is a tie, balloting must be repeated until one candidate receives a majority.
4. If there are more than two candidates for a position, and the office remains unfilled after the first ballot, the two candidates with the highest number of votes will remain on the ballot and balloting must be repeated until one candidate receives a majority. The other candidates will be removed from the ballot for that position.
5. If electronic voting is used for an election, the software should be programmed so that each segment of the ballot is treated as if it were a separate ballot.

SECTION 7. A QUORUM shall be five (5) elected officers; three (3) club presidents or their representatives, plus a majority of the registered delegates, as ratified by the Credentials Committee.

SECTION 8. There shall be a registration fee for all delegates attending the biennial regional conference. The fee shall be determined by the Executive Board on recommendations from the Program Committee.

ARTICLE VIII

Executive Board

SECTION 1. The Executive Board shall be the elected officers, immediate past regional director, chair of standing Committees and Presidents of Alumni Clubs. The Regional Director of the region shall be chair of the Executive Board. This board shall be responsible for the general welfare of the region.

SECTION 2. The Executive Board shall have general supervision of the affairs of the Region between the biennial regional conferences. The Executive Board shall meet at the pre/post biennial regional conference; once mid-year, at the call of the chair or upon the order of a majority of the members of the board.

SECTION 3. At all meetings of the Executive Board, all elected officers, Immediate Past Regional Director, Chair of Standing Committees, and Presidents of Alumni Clubs will submit written reports relative to the performance of their duties. If an officer is not functioning, he/she shall be replaced upon the recommendation of the Regional Director and approval by a majority vote of members of the executive board present.

SECTION 4. Two-thirds (2/3) of the Executive Board shall be present in order for the board to transact business. Officers are to notify the Regional Director in writing at least fifteen (15) days prior to an executive board meeting if unable to attend.

SECTION 5. Shall deliberate on all policies and procedures of the region.

SECTION 6. Approve the proposed annual budget to be recommended to the body.

SECTION 7. Approve the proposed program for the biennial regional conference.

SECTION 8. Present its recommendations to the biennial regional conference for action.

ARTICLE IX

Standing Committees

SECTION 1. The Standing Committees of this Region shall be the following:

|  |  |
| --- | --- |
| Adopt-A-Dorm | Internal Audit and Regulatory  |
| Awards | Nominating |
| Bylaws | Program |
| Budget and Finance | Young Alumni |
| Executive | Membership |
| Giving and Fundraising | Student Recruitment |
| Scholarship |  |

SECTION 2. SPECIAL COMMITTEE: May be appointed as deemed necessary by the Regional Director and Executive Board. Duties of such committee shall be submitted at the time of appointment.

SECTION 3. ADOPT-A-DORM COMMITTEE: Shall consist of at least three (3) members appointed by the Regional Director. They shall collaborate with the National Adopt-A-Dorm chair in carrying out goals established by the Adopt-A-Dorm National Committee and agreed upon by the TNAA Executive Board.

SECTION 4. AWARDS COMMITTEE: Shall receive, review and evaluate appropriate data for the biennial awards according to the established guidelines and submit selections to the Executive Board for announcement at the Biennial Regional Conference.

SECTION 5. BUDGET and FINANCE COMMITTEE: Shall consist of five (5) members:

1. Treasurer (Chair)

2. Financial Secretary

3. Three (3) members appointed by the Regional Director

The committee is responsible for the development, submission, approval and management of the Region’s operating budget. Recommend financial policies to the Executive Board for approval.

SECTION 6. BYLAWS COMMITTEE: Shall review NCR Bylaws at least every five years. Shall receive proposed amendments to the Bylaws submitted by the Executive Board, Standing or Special Committee, Alumni Clubs for study, preparation and presentation at Biennial Regional Conference. The Parliamentarian shall chair the committee.

SECTION 7. EXECUTIVE COMMITTEE: Shall consist of the Regional Director, First Assistant Regional Director, Recording Secretary, Treasurer, Immediate Past Regional Director, an Alumni Club President and one (1) other as determined by the Regional Director.

1. The Executive Committee shall manage the affairs of the Region between meetings of the Executive Board, reporting any action taken back to the Executive Board.
2. The Executive Committee shall not set policy. Actions taken shall not conflict with any previous action taken by the Executive Board.
3. The Executive Committee shall meet at the call of the Regional Director. They may communicate electronically.
4. QUORUM: Shall be established when a majority of Executive Committee members are present.

SECTION 8. GIVING and FUNDRAISING COMMITTEE: Shall consist of the Third Assistant Regional Director as chair, Treasurer, Financial Secretary and two (2) members appointed by the Regional Director

SECTION 9. INTERNAL AUDIT and REGULATORY COMMITTEE: Shall consist of no more than five (5) members that are not current regional financial officers:

1. Chair – appointed by Regional Director

2. Four (4) members appointed by the Regional Director

The committee is responsible for the auditing and review of the financial records of the region. Must perform biennial audit and present results at the Biennial Regional Conference.

SECTION 10. MEMBERSHIP COMMITTEE: Second Assistant Regional Director will serve as the chair of the committee. Other members will be appointed by the Regional Director. The committee shall be responsible for assisting in the organization of new alumni clubs; recommending to the Executive Board alumni clubs eligible for affiliation with the region and for referring unaffiliated alumni to the local club nearest them.

SECTION 11. NOMINATING COMMITTEE: See Article V Section 4

SECTION 12. POLITICAL AWARENESS COMMITTEE: Shall consist of at least five (5) members appointed by the Regional Director. They shall evaluate issues facing Tuskegee University and the educational system with a focus on areas that the Region can and should be addressing and shall advise the Regional Director of possible directions to take.

SECTION 13. PROGRAM COMMITTEE: Shall consist of 3-5 members with the First Assistant Regional Director as the chair, the President of the biennial regional conference host Alumni Club, the President of the next biennial regional conference host Alumni Club and the conference chair(s) will serve on the committee.

The committee shall formulate the program for the next biennial regional conference and submit to the Executive Board for approval.

SECTION 14. PUBLIC RELATIONS and MARKETING COMMITTEE: Shall consist of the Public Relations and Marketing Officer, serving as the chair, and at least four (4) members appointed by the Regional Director. They shall prepare publicity as directed by the Regional Director and the Executive Board.

SECTION 19. SCHOLARSHIP COMMITTEE: Shall consist of 3-5 members and shall review scholarship applications according to established guidelines and report to the Executive Board for final approval.

SECTION 20. STUDENT RECRUITMENT COMMITTEE: Shall consist of no more than five (5) members appointed by the Regional Director. They shall facilitate student recruitment at the Regional level.

SECTION 21. YOUNG ALUMNI COMMITTEE: Shall consist of at least three (3) members appointed by the Regional Director. Members must have graduated from Tuskegee University no more than five (5) years at the time of nomination. Committee shall function at the direction of the Regional Director and Executive Board.

SECTION 22. SPECIAL COMMITTEES

CREDENTIALS COMMITTEE: Shall consist of at least five (5) members including the Financial Secretary. They shall examine and pass upon the credentials of all persons presenting themselves as delegates to the Biennial Regional Conference.

TIME and PLACE COMMITTEE: Shall consist of the First Assistant Regional Director serving as the Chair, the President of the host Alumni Club and the host Alumni Club Conference Chair. The date and location must be announced two (2) years in advance upon approval by the body.

ARTICLE X

Regional Organization and Alumni Clubs

SECTION 1. REGIONS AND CLUBS: Shall have uniform guidelines for their formation or revitalization prepared by the National Executive Board and Executive Director of TNAA.

SECTION 2. ALUMNI CLUB: To be considered active an Alumni Club must have at leastthree (3) officers (President, Secretary, Treasurer), hold at least four (4) meetings annually and be in good financial standing with TNAA and the Region.

ARTICLE XI

Standards of Conduct for Board Members Conflict of Interest

SECTION 1. Standards of Conduct. A NCR board member shall, based on facts then known to the board member, discharge the duties as a board member, including the board member’s duties as a member of a committee:

(a) in good faith;

(b) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and

(c) in a manner the board member reasonably believes to be in the best interest of NCR and the NCR Board.

SECTION 2. Conflict of Interest. A conflict of interest transaction is a transaction with the NCR in which a board member of the NCR has a direct or indirect interest. A board member must disclose any conflicts of interest and must refrain from voting on such transactions.

ARTICLE XII

Dissolution North Central Region

Tuskegee National Alumni Association, Inc.

A resolution for the dissolution of North Central Region shall be sent to all

Active alumni clubs. By a two-thirds (2/3) affirmative vote, the Region shall be

dissolved and the necessary steps will be taken to conclude the affairs of the Region.

After all debts and liabilities incurred by the Region have been satisfied, any

remaining funds or other resources shall be remitted to TNAA.

Said organization shall qualify for 501(c)(3) status of the Internal Revenue Act Code of 1954 or the corresponding provision of any future United States Revenue Law.

ARTICLE XIII

Parliamentary Authority

In all matters not provided for in the Bylaws of the North Central Region shall be governed by TNAA Constitution and Bylaws and Robert’s Rules of Order, newly revised current edition.

ARTICLE XIV

Amendments or Revisions

SECTION 1. These bylaws may be amended or revised during the biennial regional conference of the North Central Region by two-thirds (2/3) of the votes cast, providing that the proposed amendment or revision has been submitted in writing to the regional membership (clubs and members-at large) no later than sixty (60) days preceding the Biennial Regional Conference.

SECTION 2. Any alumni club wishing to amend the Bylaws shall forward the proposed changes to the chair of the Regional Bylaws Committee.

SECTION 3. Changes proposed by the Executive Board, Standing or Special Committee and Alumni Clubs shall be forwarded to the Regional Bylaws Committee no later than ninety (90) days preceding the Biennial Regional Conference at which they are to be considered.

SECTION 4. The Regional Bylaws Committee shall compile the proposed amendments and circulate them to the Executive Board, Alumni Clubs and Members-at-Large sixty (60) days preceding the Biennial Regional Conference.

SECTION 5. Amendments to the Bylaws shall take effect immediately following the Biennial Regional Conference at which they are adopted.

SECTION 6. A copy of the amended/approved Bylaws shall be sent to the TNAA Parliamentarian within thirty (30) days of adoption.

SECTION 7: Automatic Amendment. If any amendment to the Constitution and Bylaws of the Tuskegee National Alumni Association, requires a corresponding amendment to these North Central Region Bylaws or causes these Bylaws to be in conflict with the Constitution and Bylaws of the Tuskegee National Alumni Association, these Bylaws shall be amended automatically to conform with the Constitution and Bylaws of the Tuskegee National Alumni Association.

SECTION 8: Amendment to correct minor errors. The Bylaws Committee shall make non-substantive corrections to errors in spelling, grammar, or numbering without amendment subject to the approval of the Executive Board.

We the undersigned, as dues paying members in the Association, do hereby assent

to the fore-going bylaws and attest thereby to adoption of the same in the name of

this Association this Month/Day/Year.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_Enter Name Here\_\_, Regional Director

\_*H. Lewis Kennebrew, II* \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_Enter Name Here\_\_, Regional Bylaws Chair

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\_Enter Name Here\_\_ ,TNAA Constitution &Bylaws Chair