

**BY-LAWS OF THE NORTHEAST REGION OF THE
NATIONAL ALUMNAE ASSOCIATION OF SPELMAN COLLEGE**

Amended April 1, 2019

ARTICLE I

Duties of Officers

All officers of the Northeast Regional Association and its affiliated chapters shall perform the duties of their office as described in Robert's Rules of Order Newly Revised, current edition, in addition to any specified in these bylaws.

ARTICLE II

Dues

Section 1. Regional Dues

- a. An alumna shall pay unified dues to the National Association by June 30th of each year and elect to the fiscal year to which it applies in written form.
- b. A percentage paid by each alumna to the National Association shall be disbursed to her region for the purpose of continuing the regional program.

Section 2. Chapter Dues

Each chapter shall establish its own dues structure and may be responsible for collecting and depositing National dues within five business days of dues receipt. National dues shall be forwarded to the Association within 10 business days or upon bank clearance of funds whichever occurs first, submitted with the dues transmittal form.

Section 3. Regional Assessment

A regional assessment stipulated by the Executive committee shall be paid by each chapter to the region by October 1st and no later than December 31st.

ARTICLE III

Meetings

Section 1. Regional Meeting

- a. Regional conferences shall be held once during even number years preceding the election of officers. The purpose of this meeting shall be to increase communication among the alumnae, to provide a forum of exchange among chapters and alumnae at

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large within the region, and to submit resolutions and recommendations for adoption by the National Alumnae Association.

- b. Dates for regional conference shall be confirmed by the National Alumnae Association of Spelman College (NAASC); and shall be held each biennium so as not to conflict with other regionals.

Section 2. Special Meetings

The Regional Association may be called to assemble, should the necessity arise, at a time other than its regularly scheduled conference with a call sent to members at least three (3) calendar days in advance.

- a. Special meetings of the Region Executive Committee may be called by the Region Coordinator and shall be called upon written request by five chapter presidents with written notice at least three (3) calendar days prior to the meeting.
- b. With the exception of executive session, members of the region may attend meetings of the Region Executive Committee as observers.

Section 3. Executive Committee Meetings

- a. An Executive Session shall be called for the purpose of transacting Regional business immediately preceding the Biennial Regional meeting. Executive session shall be comprised of the following officers: Regional Coordinator, Regional Secretary, Regional Treasurer, Regional Delegates and Conference Co-Chair.
- b. A leadership Conference may be held annually at a place, date and time to be determined by the Region Executive Committee for the purpose of education, orientation, networking and sharing experiences.
- c. A region training conference may be held each odd-numbered year at a place, date and time to be determined by the Region Executive Committee for the purpose of parliamentary and skills-based education.
- d. Review the reports of standing committees.
- e. The Region Executive Committee shall establish a regular meeting schedule.
- f. In the event of an emergency, the Region Executive Committee may postpone a biennial conference. All members shall be notified of the postponement in a manner determined by the Region Executive Committee to be fair and reasonable under the circumstances.

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- g. Analyze at least annually the regions progress in achieving its objectives and reports the findings to the membership.
- h. Provide leadership and strategic planning for the region.
- i. Set the place, date, time and registration fee for the region conference and training conferences.
- j. Exercise general supervision of the finances.
- k. Fill vacancies provided in these by-laws.
- l. Consider and resolve the revocation of the charter of a chapter when revocation of the chapter's charter is recommended by the region coordinator.

Section 4. Quorum

- a. A majority of the chapter presidents shall constitute a quorum to transact the business of the Region.
- b. Regional Coordinator, Regional Secretary, Regional Treasurer, Regional Delegates, and chairpersons of the region's standing committees shall be required to conduct the business of the Executive Committee.

ARTICLE IV

Executive Committee

Section 1.

Composition of the Executive Committee shall be composed of regional officers, chapter presidents, and chairpersons of any standing committees appointed by the Coordinator, and three members-at-large, elected by the Region.

Section 2. Executive Committee

- a. At least one face-to-face Executive Committee meeting shall be held annually.
- b. Voting in the Executive Committee meeting is limited to the Regional coordinator, Regional Secretary, Regional Treasurer, Regional Delegates, Regional Members-at-Large, chapter presidents and chairpersons of standing committees.

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- c. An Executive Committee meeting of the Region Executive Committee shall include the national Member-at-Large (East) and chair persons of ad hoc committees.

Section 3. Communication

- a. The Region Executive Committee shall be authorized to meet by telephone or through other communications media as long as all the members can simultaneously hear each other and participate during the meetings.
- b. Unless members indicate otherwise to the region, all communication required in these by-laws, including meeting notices, may be sent electronically.

Section 4. Duties

- a. The Committee shall transact the business of the Region between annual Conferences.
- b. The committee shall study the needs of the Region and make recommendations to the general body.
- c. In case of resignation or inability of the Coordinator to complete the term of office, any five members of the Executive Committee shall be empowered to call emergency session for the purpose of electing a Regional coordinator, pro tempore, who will serve until the next annual conference.
- d. It shall receive all reports of standing committee and assume duties of these committee when said committee fails to function.
- e. It shall take the lead in making and carrying out plans for the work of the Region.

ARTICLE V

Committees

Section 1. Number

Standing Committees of the Region shall be: Bylaws, Finance, Information Technology/Communication and Membership.

Section 2. Duties

- a. Finance/Audit Committee shall be responsible for preparing a budget and recommending the amount of the registration fees to the Region Executive

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Committee; shall conduct an audit of region financial transactions; shall certify the accuracy and completeness of financial statements;; may audit chapter accounts at the request of the chapter; shall recommend approval or revision of the budget submitted by the regional treasurer to the Region Executive Committee; shall review and recommend changes in dues structure and other revenue sources for the region; shall be responsible for submitting requisitions from local committees to the region coordinator for approval, after which reimbursement shall be made; shall be responsible for collecting registration and other fees at the conference from members not pre-registered; and shall be responsible for collecting fees for sales tables.

- b. Bylaws Committee shall have the responsibility of reviewing the Bylaws of the region in order to reflect changing needs of the region; shall review all submitted amendments and edit for composition; shall consolidate similar amendments for joint proposal to acceptance by the proposers; shall possess the right to originate amendments; shall submit proposed amendments to the Region Executive Committee together with the committee recommendations for action; shall ensure, with assistance from the national association and legal counsel, that the by-laws are in compliance with applicable federal and state statutes; shall, in the event a revision is authorized by the Region Executive Committee, prepare and submit the proposed revision; may assist chapters in the review and recommendation for new and/or existing chapters; shall draft and submit Standing Rules to the Region Executive Committee; and shall draft and submit conference rules.
- c. Information Technology/Communication shall maintain the organization's for of information dissemination and establish a web presence for the region and its chapters. The committee shall set up a definite schedule for releasing publicity and programs, shall issue email blasts and event postings to regional alumnae, using social media, e-newsletters, etc. and coordinate activities with tools available at the national association whenever possible. The committee shall establish and assist chapters in the development of guidelines for communications, electronic voting and listserves. The committee shall maintain region resources such as the alumnae and membership database; support electronic listserves, and online professional alumnae networking groups; and aid with online regional calendar maintenance.
- d. Membership Committee shall be responsible for stimulating recruitment of all alumnae to form chapters within the region and to coordinate activity of alumnae who live in areas where there are no chapters. The committee shall also support review and selection of alumnae achievements for the purpose of awarding certificates of merit.

Section 3. Special (ad hoc)

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The National President, with approval of Regional Executive Committee, may appoint special (ad hoc) committees to meet special needs of the Regional Association.

ARTICLE VI

Nominations, Qualifications and Elections

The Nominating Committee shall have the responsibility for selecting a slate of officers and four members-at-large; and empowered to function for two years. No member of the nominating committee can be nominated for office while serving on this committee.

Section 1. Nominations

- a. The Nominating Committee shall have the responsibility for selecting a slate of officers and up to four members-at-large; and empowered for function for two years. No member of the nominating committee can be nominated for office while serving on this committee. Nomination may be made from the floor.
- b. No person's name may be placed on the ballot until the nominee has signed a form affirming qualification for the office sought and agreement to serve if elected, using a form approved by the Regional Executive Committee.

Section 2. Qualifications

- a. Eligibility for Regional Coordinator, Regional Secretary, Regional Treasurer, Regional Delegate and Regional Members at Large. To be eligible to serve as Regional Coordinator, a candidate;
 1. Shall have been a member of NAASC for at least two consecutive years immediately before the beginning of the term for which nominated;
 2. Shall have served as a member of a chapter in the NE Region or for a Region for at least two consecutive years immediately before the beginning of the term for which nominated;
- b. Eligibility for Regional Secretary. To be eligible to serve as Region Secretary, a candidate;
 1. Shall have been a member of the Association for at least two consecutive years immediately before the beginning of the term for which nominated; and

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2. Shall have served as a member of a chapter in the NE Region for at least two consecutive years immediately before the beginning of the term for which nominated.
 3. Shall certify having a background in information processing.
- c. Eligibility for Regional Treasurer. To be eligible to serve as Regional Treasurer, a candidate:
1. Shall have been a member of the Association for at least two consecutive years immediately before the beginning of the term for which nominated;
 2. Shall have served as a member of a chapter in the region for at least two consecutive years immediately before the beginning of the term for which nominated; and
 3. Shall certify having background in accounting, finance or management.
- d. Eligibility for Regional Delegate. To be eligible to serve as Regional Delegate, a candidate:
1. Shall have been a member of the Association for at least two consecutive years immediately before the beginning of the term for which nominated;
 2. Shall have served as a member of a chapter in the region for at least two consecutive years immediately before the beginning of the term for which nominated; and
 3. Shall certify having a background in fundraising, scholarship, student recruitment, leadership skills, training, social media, elections, alumnae giving and alumnae/chapter awards.
- e. Eligibility for Region Member-at-Large. To be eligible to serve as regional Member-at-Large, a candidate shall be a resident of an area where there is no chapter.

ARTICLE VIII

Duties of Regional Officers

A. Regional Coordinator

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1. The Regional coordinator shall act as presiding officer at regional conferences and called meetings; and shall coordinate the activities of her region.
2. She shall act as chairperson of the Regional Executive Committee.
3. She shall call biennial regional meetings and assign a hostess chapter if no chapter volunteers.
4. She shall represent her region at the National Executive Committee meetings of the Association.
5. She shall appoint a parliamentarian from the membership when needed.
6. She shall appoint standing and special (ad hoc) committee.
7. She shall serve as an ex-officio member of all committees in her region at least once during the year.
8. She shall provide communication with each alumnae with her region at least once during the year.
9. She shall take action, with the advice and approval of the Regional Executive Committee, on matters that cannot be deferred until the next conference.
10. She shall act to establish new chapters within her region when and where feasible.
11. She shall appoint a replacement for the Regional Secretary and/or Regional Treasurer in the event of her death, resignation or inability to perform her duties until each time all the Executive Committee can meet to take action on a replacement.
12. She shall establish standard operating procedures to further clarify standing rules as requested by the Region Executive Committee; and
13. She shall travel to chapter events at the request of the chapter or national association as the region budget permits.

B. Secretary

1. The Secretary shall keep minutes of each meeting and furnish the coordinator with a copy.

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2. She shall carry on such correspondence as may be delegated her by the coordinator.
3. She shall send a copy of the Regional Conference minutes to the Director of alumnae Affairs at the college for publication in the **Messenger**.
4. She shall maintain an up-to-date directory of the Region Executive Committee, chapter officers and region alumnae.
5. She shall take careful and authentic notes of the Region Executive Committee, standing committee meeting and special meetings; and submit them to the Region Coordinator for review and approval prior to dissemination.
6. She shall maintain a file of meeting minutes of the region's chapters as delegated to the region in the national by-laws.
7. She shall preserve all records, reports and official documents of the region.
8. She shall ensure timely dissemination of region correspondence.
9. She shall schedule meetings of the Region Executive Committee conference calls.

C. **Treasurer**

1. She shall give general oversight to the management of all region funds.
2. She shall present the proposed budget with recommendations for adoption by the Region Executive Committee and biennial region conference.
3. She shall make a financial report to the Region Executive Committee at each meeting or as requested by the Region Coordinator.
4. She shall keep an accurate account of receipts and disbursements; and keep a file of bills, receipts, cancelled checks, and bank statements.
5. She shall present a Treasurer's Report at the biennial Regional Conference.

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6. She shall keep an up-to-date file and listing of the regional membership.
7. She shall chair the Finance/Audit Committee and present to the region membership a proposed budget at its biennial conference.
8. She shall assist the coordinator with any mailings or other business of the region.

D. Region Delegate

1. She shall convene committees consisting of chapter representatives on matters involving fundraising, scholarship, student recruitment, leadership skills, training, social media, elections, alumnae giving and alumnae/chapter awards to facilitate communication exchange between chapters.
2. She shall assist the Region Coordinator and Region Members-at-Large in establishing new chapters.
3. She shall report on ad hoc committee discussion, findings, policies and actions to region coordinator.

E. Region Member-At-Large

1. She shall represent the intent of those who are in areas where there is no chapter.
2. With assistance from the Regional Delegate, she shall coordinate chapter planning activities with the national association's Member-at-Large (East) to establish a chapter in an area where there is no chapter.

ARTICLE VIII

Procedures for Establishing a New Chapter

Section 1.

Seven or more alumnae, who are living within a city, town, metropolitan complex or geographic area where there is no organized chapter, and who are desirous of establishing a chapter shall complete the following steps:

- a. They shall notify the Regional Coordinator and Director of Alumnae Affairs with a Declaration of Intent to Organize.

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- b. They shall invite the Regional coordinator to their respective city or area for the purpose of organization of a chapter.
- c. They shall be governed by the Association's Constitution and By-Laws until their structure is formulated.
- d. They shall submit to the Regional Coordinator and the Director of Alumnae Affairs within ninety (90) days after their Declaration of Intent to Organize, a Notification of Establishment of a New Chapter.

Section 2.

Each of alumna shall be an active member of the Association or shall become active upon organization of the new chapter.

ARTICLE IX

Amendments

These By-Laws may be amended by a vote of 2/3 of the financial members of the Regions Association present and voting at any annual meeting of the Regional association or special meeting called for the purpose, provided that the notice of such meeting shall specify and subject matter of the proposed amendment and the article(s) to be affected thereby provided written notice was sent to absentee members at least thirty (30) days prior to the meeting at which consideration of the amendment(s) will take place.

Standing Rules:

- 1. Regional conference, as specified in the by-laws, will be held biennially during even numbered years at a location agreed upon by the Regional Coordinator and the Region Executive Committee.
- 2. Standing rules may be adopted without previous notice by a 2/3 vote of the members present and voting at any regular or special meeting called for that purpose. Standing rules may be amended or rescinded by a 2/3 vote of the members present and by a majority vote of notice was given at a previous meeting. Standing rules may be suspended without notice with a majority vote.

ARTICLE X

Electronic Provisions

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Section 1. Meetings

In accordance with the NAASC Bylaws, The Region shall be authorized to meet by telephone conference or through other electronic communications media, as long as all members can simultaneously hear each other and participate during the meeting. Notice of meetings may be sent by email.

Section 2. Mailings

Mailings may be sent electronically, except where the Bylaws require the use of postal mail or where a member does not have email access or indicates otherwise.

Section 3. Publications

Publications may be in electronic format.

Section 4. Postal Option

Any member may formally choose to receive mailings and publications by postal means, by notifying the Region Secretary.