

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

Amended October 3, 2020

ARTICLE I: Name

The name of the organization shall be the Northeast Region of the National Alumnae Association of Spelman College (NAASC), hereinafter referred to as Northeast Regional Association.

ARTICLE II: Purpose

The National Alumnae Association of Spelman College (NAASC) is the official organization that supports Spelman College, a historically black college for women, through financial gifts, student recruitment, sisterhood, community service, and recognition of Spelman women. The Association provides, encourages and promotes growth and development of alumnae through leadership opportunities and partnership alliances. NAASC actively seeks to involve all former students and graduates in the fulfillment of its purpose.

In carrying out the direction of NAASC, the Northeast Region is committed to maintaining extraordinary sisterhood and service. The sisterhood among Spelman alumnae is far-reaching and transcends generations, traditions and continents. Many extraordinary stories of friendship, love and commitment exist among Spelman sisters and the Northeast Region is committed to sharing and celebrating these bonds in all that we do.

ARTICLE III: Membership

Section 1: The Northeast Regional Association membership shall be comprised of NAASC members living in the Northeast Region geographic area and all established NAASC local chapters.

Section 2: State representation – The Northeast Regional Association consist of all NAASC members located in the following geographic areas: Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia, The District of Columbia and West Virginia (optional).

ARTICLE IV: Governing Documents

A. The constitution and by-laws of the National Alumnae Association of Spelman College (NAASC).

B: The Northeast Regional Association shall adopt and be governed its By-Laws, which shall not conflict with the Constitution, By-Laws, or Policies and Procedures of the National Alumnae Association of Spelman College (NAASC). In the event these by-laws do not address a specific issue or are in conflict the NAASC By-laws takes precedence.

C. 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 IV: Structure

Section 1: Elected Regional Officers

- A. The elected regional officers of the Northeast Regional Association shall be the Regional Coordinator, Regional Coordinator-Elect, Regional Recording Secretary, Regional Treasurer, Regional Delegates, Regional Members at Large and the Nomination Committee.***
- B. Term of Office: The elected officers shall be elected at the Region's Biennial Meeting for a term of two (2) years by a majority of the vote. No elected officers may serve more than two (2) consecutive terms in the same position.***
- C. All officers will officially assume their roles as of January 1st of the year succeeding the election. Transition will take place from the conclusion of the Regional meeting to allow all necessary documentation and financial changes to occur.***

Section 2: Duties of the Officers

A. Regional Coordinator

1. The Regional Coordinator shall act as presiding officer at regional meetings 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 National Alumnae Association of Spelman College (NAASC).
- 5. She shall appoint a representative to serve on National Alumnae Association of Spelman College (NAASC) nominating committee representing the Northeast region from the membership.***
6. She shall appoint a parliamentarian from the membership when needed.
7. She shall appoint a standing and special (ad hoc) committee.

8. She shall serve as an ex-officio member of all committees in her region.
9. She shall provide communication with the alumnae within her region.
10. She shall take action, with the advice and approval of the Regional Executive Committee, on matters that cannot be deferred until the next biennial meeting.
11. She shall act to establish new chapters within her region when and where feasible following the guidelines for "Starting a New Chapter" found in the National Alumnae Association of Spelman College (NAASC)'s Policies and Procedures.
12. She shall appoint a replacement for the Regional Secretary, Regional Treasurer or Regional Delegate in the event of her death, resignation or inability to perform her duties until such time as the Regional Executive Committee can meet to take action on a replacement.
13. She shall establish standard operating procedures to further clarify standing rules as requested by the Regional Executive Committee; and
14. She shall travel to chapter events at the request of the chapter or NAASC as the regional budget permits.

B. Regional Coordinator-Elect

1. *The Coordinator-Elect, at the expiration of the term(s) of the Coordinator, shall become the Regional Coordinator.*
2. *She shall serve as Coordinator Pro Tempore of the Region in the event of the absence, incapacity, resignation or death of the Coordinator of the unexpired term.*
3. *She shall be a member of the Regional Executive Committee*
4. *She shall perform other duties as assigned by the Regional Coordinator.*

C: Regional Secretary

1. The Regional Secretary shall keep minutes of each meeting and furnish the Regional Coordinator with a copy.
2. She shall carry on such correspondence as maybe delegated to her by the Regional Coordinator.
3. She shall maintain an up-to-date directory of the Regional Executive Committee, Chapter officers, and region alumnae.
4. She shall take careful and authentic notes of the Regional Executive Committee, standing committee meeting and special meetings; and submit them to the Regional Coordinator for review and approval prior to dissemination.
5. She shall preserve all records, reports and official documents of the region.
6. She shall ensure timely dissemination of regional correspondence.
7. She shall schedule meetings of the Regional Executive Committee conference calls.

D. Regional 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

Regional Executive Committee and biennial regional **meeting**.

3. She shall make a financial report to the Regional Executive Committee at each meeting or as requested by the Regional 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 **Meeting**.
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 **meeting**.
8. She shall assist the coordinator with any mailings or other business of the region.

E. Regional Delegates

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 Regional Coordinator and Regional Members-at-Large in establishing new chapters.
3. She shall report on ad hoc committee discussion, findings, policies and actions to Regional Coordinator.
4. **She shall represent her region at the NAASC Executive Meeting as a voting member.**

F. Regional Members-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 **NAASC** Member-at-Large (East) to establish a chapter in an area where there is no chapter.

Article V: Meetings

Section 1. Regional Meeting

- a. Regional **meeting** 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 large within the region, **the election of regional officers**, and to submit resolutions and recommendations for adoption by the National Alumnae Association of Spelman College (NAASC).

b. Dates for regional **meeting** 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 meeting with notification sent to members at least three (3) calendar days in advance.

- a. Special meetings of the Regional Executive Committee may be called by the Regional Coordinator and shall be called upon written request by **50%** of the 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 Coordinator – elect**, Regional Secretary, Regional Treasurer, and Regional Delegates.
- b. A Leadership Conference may be held annually at a place, date and time to be determined by the Regional Executive Committee for the purpose of education, orientation, networking, and sharing experiences.
- c. A Regional Training Conference may be held each odd-numbered year at a place, date and time to be determined by the Regional Executive Committee for the purpose of parliamentary and skills-based education.
- d. The Regional Executive Committee shall review the reports of standing committees in preparation for the regional meetings.
- e. The Regional Executive Committee shall establish a regular meeting schedule.
- f. In the event of an emergency, the Regional Executive Committee may postpone a Biennial **meeting**. All members shall be notified of the postponement in a manner determined by the Regional Executive Committee to be fair and reasonable under the circumstances.
- g. Analyze at least annually the region's progress in achieving its objectives and report 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 **regional meeting** and training conferences.
- j. Exercise general supervision of the finances.
- k. Fill vacancies of regional officers provided in these by-laws.

Section 4. Quorum

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

ARTICLE VI: Regional Executive Committee

Section 1. **Composition**

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

Section 2. Executive Committee

- a. At least one face-to-face Regional Executive Committee meeting shall be held annually.
- b. Voting in the Regional Executive Committee meeting is limited to the Regional coordinator, **Regional Coordinator-Elect**, Regional Secretary, Regional Treasurer, Regional Delegates, Regional Members-at-Large, chapter presidents and chairpersons of standing committees.
- c. An Executive Committee meeting of the Regional Executive Committee shall include the **NAASC** Member-at-Large (East) and chairpersons of ad hoc committees.

Section 3. Communication

- a. The Regional 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 Regional Executive Committee shall transact the business of the Region between annual **meeting**.
- b. The Regional Executive Committee shall study the needs of the Region and make recommendations to the general body.
- c. In case of the resignation or inability of the Regional Coordinator to complete the term of office, any five **voting** members of the Regional Executive Committee shall be

empowered to call an emergency session for the purpose of electing a Regional Coordinator, pro tempore, who will serve until the next annual **meeting**.

d. The Regional Executive Committee shall receive all reports of the standing committee and assume duties of the committees when said committee fails to function.

e. The Regional Executive Committee shall take the lead in making and carrying out plans for the work of the Region.

ARTICLE VII: Committees

Section 1. Standing Committees

The Standing Committees of the Region shall be: Bylaws, Finance/Audit, 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 Regional Executive Committee; **conducting** an **annual** audit of region financial transactions; **certifying** the accuracy and completeness of financial statements; **auditing** chapter accounts at the request of the chapter; **recommending** approval or revision of the budget submitted by the regional treasurer to the Regional Executive Committee; **reviewing and recommending the** revenue sources for the region; **submitting** requisitions from local committees to the regional coordinator for approval, after which reimbursement shall be made; collecting registration and other fees at the **meeting** from members not pre-registered; and collecting fees for **Vendors'** 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; **reviewing** all submitted amendments and edits for composition; **consolidating** similar amendments for joint proposal to acceptance by the proposers; **possessing** the right to originate amendments; **submitting** proposed amendments to the Regional Executive Committee together with the committee recommendations for action; **ensuring** with assistance from the **NAASC Constitution and By-Laws committee** and legal counsel, that the by-laws are in compliance with applicable federal and state statutes; in the event a revision is authorized by the Regional Executive Committee; **preparing and submitting** the proposed revision; **assisting** chapters in the review and recommendation for new and/or existing chapters; **drafting and submitting** Standing Rules to the Regional Executive Committee; and **drafting and submitting** **meeting** rules.

c. Information Technology/Communication **shall be responsible for maintaining** the organization's form of information dissemination and establish a web presence for the

region and its chapters; **setting** up a definite schedule for releasing publicity and programs; **issuing** email blasts and event postings to regional alumnae, using social media, e-newsletters, etc; **coordinating** activities with tools available at the **NAASC** whenever possible; **establishing and assisting** chapters in the development of guidelines for communications, electronic voting and listserves; **maintaining** regional resources such as the alumnae and membership database; **supporting** electronic listserves, and online professional alumnae networking groups; and **maintaining the** online regional calendar-

d. Membership Committee shall be responsible for recruitment of all alumnae to join the NAASC; encouraging the formation of chapters within the region; **coordinating** activity of alumnae who live in areas where there are no chapters; **and supporting** review and selection of alumnae achievements for the purpose of awarding certificates of merit.

Section 3. Special (ad hoc)

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

ARTICLE VIII: Nominations, Qualifications and Elections

Section 1. Nominations

a. The Nominating Committee **is responsible** for selecting a slate of officers and 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. **A nominee's** name may **not** be placed on the ballot until the nominee has signed a form affirming qualification for the office sought and an agreement to serve if elected, using a form approved by the Regional Executive Committee.

Section 2. Qualifications

Eligibility for Regional Coordinator, **Regional Coordinator-elect**, Regional Secretary, Regional Treasurer, Regional Delegate and Regional Members at Large.

A. Eligibility to serve as Regional Coordinator/Coordinator-Elect, a candidate **shall**;

1. Have been a member of NAASC for at least two consecutive years immediately before the beginning of the term for which nominated;
2. Have served as a member of a chapter in the **Northeast** Region or **lived in the Northeast** Region for at least two consecutive years immediately before the beginning of the term for which nominated;

3. **Certify having background knowledge in organizational leadership, management, communication, interpersonal skills, problem solving\decision making skills, delegation/managing work skills, fundraising, recruitment, training, alumnae giving, and parliamentary procedures.**

B. Eligibility for Regional Secretary. To be eligible to serve as Regional Secretary, a candidate shall;

1. Have been a member of **NAASC** for at least two consecutive years immediately before the beginning of the term for which nominated;
2. Have served as a member of a chapter in the **Northeast Region or lived in the Northeast Region** for at least two consecutive years immediately before the beginning of the term for which nominated.
3. Certify having background **knowledge** in information processing.

C. Eligibility for Regional Treasurer. To be eligible to serve as Regional Treasurer, a candidate shall:

1. Have been a member of **NAASC** for at least two consecutive years immediately before the beginning of the term for which nominated;
2. Have served as a member of a chapter in the **Northeast region or lived in the Northeast Region** for at least two consecutive years immediately before the beginning of the term for which nominated; and
3. Certify having background **knowledge** in accounting, **banking**, finance, or management.

D. Eligibility for Regional Delegate. To be eligible to serve as Regional Delegate, a candidate shall:

1. Have been a member of **NAASC** for at least two consecutive years immediately before the beginning of the term for which nominated;
2. Have served as a member of a chapter in the **Northeast region or lived in the Northeast Region** for at least two consecutive years immediately before the beginning of the term for which nominated; and
3. Certify having background **knowledge** in fundraising, scholarship, student recruitment, leadership skills, training, social media, elections, alumnae giving and alumnae/chapter awards.

E. Eligibility for Regional Member-at-Large. To be eligible to serve as regional Member-at-Large, a candidate shall:

1. Be a resident of the **Northeast Region geographical area where nearest chapter is a two or more hours commute.**

2. Have been a member of **NAASC** for at least two consecutive years immediately before the beginning of the term for which nominated;

3. The Northeast Region may elect up to three (3) regional members at large.

Section 3: Election Committee

The election committee shall consist members of appointed by the Regional coordinator. No candidate running for an office shall be eligible to serve on the Election Committee. The duties of the committee shall be to prepare the ballots, supervise the election, check the credentials of the voting members, count the ballots, and report the results at the meeting. Voting shall be by ballot and conducted in accordance with the regulations formulated by the Regional Executive Committee. A majority shall elect.

ARTICLE IX: Procedures for Establishing a New Chapter

Section 1. Requirements

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 with a Declaration of Intent to Organize.
- 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 **NAASC** Constitution and By-Laws until their structure is formulated.
- d. They shall submit to the Regional Coordinator 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 **financial or lifetime paid in full** member of the **NAASC** or shall become active upon organization of the new chapter.

ARTICLE X: By-Laws Amendments

These By-Laws may be amended by a vote of 2/3 of the **NAASC** financial members of the Regional 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.

ARTICLE XI: Electronic Provisions

Section 1. Meetings In accordance with the NAASC Bylaws and **Standing Rules**, 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 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 may be **distributed electronically**.

Section 4. Postal Option - Any member may formally choose to receive mailings and publications by postal means, by notifying the Regional Secretary.

Standing Rules

Section 1. NAASC Dues

a. An alumna **currently not designated as a Lifetime paid in full NAASC member** shall pay **annual** dues to the NAASC by June 30th of each year **to be considered a NAASC financial member for the fiscal year**.

b. **Twenty percent of the dues** paid **annually** by each alumna **living in the Northeast Region geographical area** to the **NAASC** shall be disbursed to **the region quarterly** for the purpose of continuing the regional program.

Section 2. Chapter Responsibilities

a. Each chapter shall establish its own **local** dues structure and **will** be responsible for collecting and depositing dues within five business days of dues receipt. National dues received by the chapters shall be forwarded to the **NAASC** along with the dues transmittal form **monthly**.

b. **Each chapter shall adopt and be governed by its chapter's by-laws, which shall not conflict with the Constitution, By-Laws, or Policies and Procedures of the National Alumnae Association of Spelman College (NAASC). In the event these by-laws do not address a specific issue or are in conflict the NAASC By-laws takes precedence.**

c. **Each chapter must submit all required documentation and financial obligations to the NAASC and Regional Coordinator to maintain its compliance status as an active chapter.**

Section 3. Regional Assessment

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

Section 4: Regional Meeting

1. Regional **meeting**, 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 Regional 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.

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