

As amended on May 17, 2003

Constitution and By-laws of the Lincoln University (MO) Alumni Chapter Of Metropolitan Washington, DC

Article I - Name

The name of the organization shall be the Lincoln University (MO) Alumni Chapter of Metropolitan Washington, DC. The organization is formed as a constituent Alumni Chapter affiliated with the Lincoln University (Jefferson City, Missouri) National Alumni Association.

Article II - Purpose

The purpose of the Lincoln University (MO) Alumni Chapter of Metropolitan Washington, DC shall be:

- a. To promote closer fellowship and strengthen the bonds among the alumni in our community which were developed as students and faculty members at Lincoln University;
- b. To establish a medium for serving and supporting the University in the advancement of higher education;
- c. To keep the alumni informed concerning successful achievements, University challenges, mandates and plans, and support the goals and objectives of the National Alumni Association.
- d. The association is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes the making of distributions to organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code). The association will assist and promote Lincoln University, the Lincoln University Foundation, and the general scholarship fund of the national alumni association of Lincoln University, so long as they qualify under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

Article III -- Membership

Section 1. Eligibility for Membership -- Any graduate, honorary degree recipient or former student who completed one semester at Lincoln University, who is residing in the Metropolitan Washington, DC area shall be admitted to active membership in the Chapter.

Section 2. Active Membership -- Active membership is held by those who are eligible and who have paid the current membership dues.

Section 3. Associate Membership – Non-graduates who served on the faculty and administrative staff, graduate or former students living outside of the metropolitan Washington, DC area and

spouses of graduates and honorary degree recipients, may become members of the chapter upon payment of chapter dues. Persons not falling into any of these categories may request and become associate members upon a majority vote of the members. Those “Associate” members who have paid current dues will have voting privileges, but not have office-holding privileges.

Article IV -- Privileges of Membership

Members in good standing shall have the right to vote at all meetings of the Chapter and shall receive notices of all general meetings and announcements of special events held under the auspices of the Chapter. Voting may be done in person or by written proxy. A written proxy from an absent member shall be presented by the holder of the proxy to the Parliamentarian or Presiding officer, who shall review and rule on the subject matter(s) that are covered by the proxy. The Secretary shall make a record of the proxy and proxy holder as part of the minutes of the meeting. A proxy must be signed by the member and clearly state the meeting date and specific subject matter or issue(s) and name of the person authorized as proxy holder to cast a vote on behalf of the member.

Article V -- Officers

Section 1. The officers of this Chapter shall be a President, Vice President, Secretary, Financial Secretary, Treasurer, Historian, Parliamentarian, and Chaplain. All officers shall be active members of the Chapter.

Section 2. The duties of these officers shall be those, which are generally exercised by such officers and those assigned to them respectively by the Executive Committee.

a. The President shall preside at all meetings of the Association; enforce a due observance of the constitution, by-laws, and rules of the Association; decide all questions of order; offer for consideration all motions properly made; call special meetings; appoint all committees not otherwise provided for; and perform such other duties that are generally associated with this office. The President shall make no motions or amendments, nor vote on any question or motion unless the Association is equally divided, when the President shall give the deciding vote. The President shall issue all orders for the expenditure of the Association's funds and countersign all checks issued by the Association.

b. The Vice President, in the absence of the President, shall perform the duties of the President and shall serve as Chairman of the Executive Committee.

c. The Secretary shall make and keep a record of the proceedings of the regular and call meetings of the Association. These records shall be available to the membership at all times. The Secretary shall keep a record of membership and attendance and have charge of all books, documents, and records of the Association, which are not the responsibilities of other officers of the Association. The Secretary shall notify all members of the time and place of the regular and special meetings of the Association; and shall conduct such correspondence of the Association as directed.

d. The Financial Secretary shall receive and receipt for all dues and assessments paid by the members and at the close of each meeting shall turn over the same to the Treasurer, who shall give his/her receipt for the same. The Financial Secretary shall make a report to the Association, annually or more often, if required, of all monies received by him/her and turned over to the Treasurer during his/her term of office. The Financial Secretary shall immediately upon receipt of monies mailed to the Association, forward an acknowledgment thereof to the sender thereof, and at his/her earliest convenience turn said monies over to the Treasurer. The Financial Secretary shall maintain a roll of active members and shall periodically advise members of their financial standing.

e. The Treasurer shall receive all monies belonging to the Association, keep an account of all dues, receipts, and expenditures issued by the association, and ordered by the President; countersign all checks, and report the state of the treasury whenever required by the Association.

f. The Historian shall maintain a complete record of the activities of the association from its inception.

g. The Chaplain shall be responsible for the spiritual activities of the Association.

h. The Parliamentarian shall ensure that conditions are always suitable for the effective transaction of the business of the Chapter and advise the President and membership on all questions of parliamentary procedure. The rules contained in ROBERTS RULES OF ORDER shall govern the Chapter in all cases to which they are applicable, and in which they are not inconsistent with by-laws, constitution, or special rules of order of this Association.

Article VI -- Election and Term of Office

Section 1. Nominations -- All Officers shall be elected every two years at the May meeting and shall assume office at the September meeting. The President shall appoint a Nominating Committee, which shall, at the April meeting, submit its slate of nominees for all offices. At said April meeting, nominations may also be made from the floor provided the consent of the nominees has been obtained. The names of persons so nominated are to be included on the ballot.

Section 2. Time of Election -- No later than two weeks following the April meeting, the Secretary shall send to each active member written notice of the nominees for each office. If only one candidate is named for an office, election may be by voice vote. If more than one nomination is made for an office, the Secretary shall prepare ballots for use at the election. Those nominees receiving a majority vote of the active members present at the May meeting shall be declared elected.

Section 3. Term of Office -- All officers shall serve a term of two-year terms or until their successors are elected.

Section 4. Vacancies in Office: If due to resignation or otherwise, an office becomes vacant, the Executive Committee shall appoint an active member to serve the unexpired portion of the term.

Article VII – Powers

Notwithstanding any other provision of these articles, the association shall not carry on any activities not permitted to be carried on (a) by a organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code) or (b) by a organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.) No part of the net earning of the association shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c) (3) purposes. No substantial part of the activities of the association shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Article VIII – Distribution or Dissolution

Upon the dissolution of this association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Lincoln University of Missouri, or the Lincoln University Foundation. However, if the named recipients are not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this association shall be distributed to the Federal government, or to a state or local government for a public purpose, or to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future Federal tax code.

Article IX - Procedures

Section 1. Adoption -- This Constitution and bylaws shall be officially adopted upon its approval by a majority vote of the active members of the Lincoln University (MO) Alumni Chapter of at any regular or special meeting for which notice has been given that the Constitution will be acted upon.

By-laws of the Lincoln University (MO) Alumni Chapter of Metropolitan Washington, DC

Article I - Executive Committee

The Executive Committee shall be composed of the elected officers, the immediate Past President of the Chapter and the Chairperson of the membership, fund raising/program and scholarship standing committees. The management of the Chapter shall be vested in the Executive committee. It may act for the Chapter in the interim between meetings. Whenever a vacancy occurs in any elected office, except that of the President, between the regular elections, the Executive Committee shall fill the office by appointment for the unexpired term of office. A majority of the Executive Committee shall constitute a quorum for the transaction of business. The committee shall have no power to rescind or reverse any action taken by the Chapter or invoke any changes to the bylaws or constitution.

Article II ---- Committees

Section 1. Standing Committees -- The President shall appoint the standing committees with primary responsibilities for basic chapter activities such as: membership, fund raising/program, benevolence, audit, publicity, and scholarships.

Section 2. Nominating Committee -- A nominating Committee of five members shall be appointed by the President at least two months prior to the May business meeting of the year in which elections are to be held. This Committee shall invite suggestions for nomination from members, shall obtain the consent of nominees, and shall, at the April meeting, submit its slate of nominees for all offices. No later than two weeks prior to the May meeting, the Secretary shall send to each active member written notice of the nominees for each office.

Section 3. Audit Committee -- The Audit Committee shall have the financial records of the Chapter audited on a biennial basis, or at such frequency as the committee or a majority of the members voting shall deem necessary. The treasurer shall maintain a voucher or equivalent system to document all disbursements of funds from the account(s) of the chapter. Funds sent to the University do not require vouchers, but shall be verified by canceled check, or receipt from the University. Authorized chapter expenditures shall be verified and signed by the President or Secretary. Persons seeking reimbursements from the treasurer may be required to provide a signed request voucher or other documentation describing the expenditure. An audit report or

financial balance sheet shall be provided to the chapter members at the first meeting of the fiscal year after an election of officers.

Section 4. Other Committees -- The President, with the approval of the Executive Committee, shall appoint such additional committees as, in his or her judgement, the interests of the Chapter may require, and the President may prescribe the duties of such committees.

Article III - Fiscal Year and Dues

Section 1. Fiscal -- The fiscal year of the Chapter shall be from September 1 to August 31 inclusive.

Section 2. Dues of Active Members -- The annual dues of active members shall be \$25 dollars. Dues are payable on September 1st and are not pro rated when received by the Chapter treasurer after that date. The amount of annual dues may be changed by the Chapter by a two-thirds vote at any regular or special meeting.

Section 3. A member of the Chapter is encouraged to also contribute to the annual dues of the parent body (the Lincoln University (MO) National Alumni Association) in order to have voting privileges in that group. Dues for the national membership are \$40. Persons who are at least 62 years old are eligible for a Life Membership" in the Lincoln University (MO) National Alumni. The cost for life membership in the National Alumni is \$400.00.

Article IV - Meetings

Section 1. Membership -- A regular meeting of the Chapter shall be held at such intervals decided upon by the membership of the Executive Committee.

Section 2. Annual -- At the May business meeting of the Chapter, final business reports including, treasurer's reports should be submitted for approval by the chapter before the July Lincoln University (MO) National Alumni annual convention.

Section 3. Special -- Special meetings of the Chapter shall be called by the President whenever necessary or upon the written request of any ten active members.

Section 4. Executive Committee -- Meetings of the Executive Committee shall be held (at stated intervals, preferably prior to the regular Chapter meetings) to prepare plans, proposals, and recommendations, and to decide on items of business to be presented to the Chapter for action. (The number of meetings will be determined by the size, program, and needs of the Chapter.) Special meetings of the Executive Committee shall be called at any time by the President or upon written request of three of the committee members.

Section 5. Quorum -- A quorum for Chapter meetings shall consist of one third (1/3) of the active members. A quorum for committee meetings shall be established by vote of the committee.