

GOVERNOR'S SCHOOL OF NORTH CAROLINA ALUMNI ASSOCIATION

CONSTITUTION

PREAMBLE

The purpose of this Constitution is to establish an alumni organization composed of present and former students of the Governor's School of North Carolina. This organization will operate to provide effective alumni support for the Governor's School and will be independent from the Governor's School proper and any other department of the state of North Carolina.

ARTICLE 1

NAME

The name of the organization will be the GOVERNOR'S SCHOOL OF NORTH CAROLINA ALUMNI ASSOCIATION.

ARTICLE 2

STATEMENT OF GOALS AND OBJECTIVES

This organization is established to:

- Support the Governor's School concept and promote its function.
- Foster a sense of community among individuals who attended Governor's School sessions.
- Assist the Foundation for the Governor's School of North Carolina in its effort to solicit private funding for the School.
- Increase public awareness of the Governor's School.
- Promote understanding and support of the Governor's School.

ARTICLE 3

MEMBERSHIP

Individuals who enrolled in any Governor's School of North Carolina session at any campus are automatically granted membership in this alumni organization. Voting membership is limited to individuals supporting the organization financially through the payment of dues.

ARTICLE 4

OPERATING CALENDAR

The alumni organization will operate on a fiscal year beginning August 1 and ending the following July 31.

ARTICLE 5

ESTABLISHMENT OF A FUND

A fund will be established and named the GOVERNOR'S SCHOOL ALUMNI FUND. Its purpose will be to support activities of the alumni organization including, but not limited to, maintaining alumni address lists, publishing newsletters and conducting periodic reunions. All dues submitted to the alumni organization by voting members will be paid into the fund. Present and former staff and faculty of the Governor's School are also eligible for associate membership which may be secured through payment of annual dues. Associate members are not eligible to vote for officers or amendment to this Constitution.

ARTICLE 6

ESTABLISHMENT OF A GOVERNING BODY

SECTION 1: ESTABLISHMENT OF A BOARD OF DIRECTORS

The Board of Directors shall consist of one representative from each Governor's School campus for each decade of the school's operation. Directors will be chosen by the members of the GSAA, either by vote or by acclamation, or will volunteer for the position at the request of the Association President. Officers of the organization as provided for in Section 2 will also be voting members of the Board.

Directors will serve a two-year term, at which time they must stand for re-election or re-approval by their classmates.

The Board of Directors will meet as called upon by the Association President, but must meet at least once per fiscal year. Meetings may be held in person or through electronic meeting or discussion facilities. At least twenty-five percent (25%) of the Board membership must participate in order to conduct business. Business other than an amendment to this Constitution may be transacted by a simple majority vote of the directors participating.

SECTION 2: DUTIES OF THE BOARD OF DIRECTORS

The Board will develop procedures necessary for the effective transaction of business in accordance with this Constitution and the purposes stated herein.

Disbursement from the alumni fund will be made in accordance with the policies and procedures established by the board.

Guidelines for the transaction of business by officers between Board meetings will be developed by the Board.

The Board of Directors will establish the minimum contribution to the alumni fund required for an individual to be a voting member of the organization.

The Board of Directors may at its discretion establish separate activity trust funds to fund specific programs or activities.

SECTION 3: OFFICERS AND EXECUTIVE BOARD

The elected officers of the organization will comprise the Executive Board, and will consist of the following positions.

President - The President will be the official spokesperson for the alumni organization and will preside over all Board meetings. The President, along with the Treasurer, will have signatory authority on all expenditures. The President, with approval of the Board, will create committees to perform specific tasks, assign their members and chairpersons, and establish their roles and responsibilities. Other duties of the President will be determined by the Board of Directors.

Vice-President GS East - The VP-East shall represent the alumni of the Governor's School East Campus on the Executive Board, and communicate actions of the GSAA to GS-East alumni. Other duties of the VP-East will be determined by the Board of Directors or by the President.

Vice-President GS West - The VP-West shall represent the alumni of the Governor's School West Campus on the Executive Board, and communicate actions of the GSAA to GS-West alumni. Other duties of the VP-West will be determined by the Board of Directors or by the President.

Secretary - The Secretary will attend all meetings of the Board of Directors or Executive Board, and maintain and publish minutes of each session. Further, all official written correspondence of the GSAA will be done by the Secretary. The Secretary should establish and maintain an official mailing address for the GSAA, and process all mail received at that address.

Treasurer - The Treasurer will be responsible for maintaining the GSAA's accounts and reporting their status to the Board at each meeting or upon request of the President. All disbursements from the accounts must be approved by both the President and the Treasurer.

Alumnus-at-Large - The Alumnus-at-Large will act as a member of the Executive Board, attending all meetings thereof, and shall have full voting rights.

To facilitate transaction of business, all Officers must reside in the state of North Carolina. The Board of Directors will assign duties to the Officers, and establish guidelines for the Officers to transact the business of the Association without a full meeting of the Board of Directors.

All officers will be elected for a period of two years, and may be re-elected once, for a maximum term of four years in any office. Board service of one year is preferred for Officers prior to attaining an office, save for the first officers elected to each position. For certain positions, skill sets essential to the operation of the organization or evidence of leadership experience may waive the prior Board service preference.

In the event that the President is unable to complete his/her term, the Secretary, Treasurer, and Alumnus-at-Large will select either the VP-East or VP-West to complete the term. In the event that other Officers are unable to complete their term of office, a replacement will be appointed by the Board to serve until the next general election.

SECTION 4: ELECTION OF OFFICERS

General Elections will be held every even-numbered year. The entire election process will be conducted via on-line communication, on the following schedule.

Beginning on the first day of June, the President will announce the beginning of the General Election and open the floor for nominees. The Secretary will begin collecting nominees for each position. Members may nominate themselves or another member for the position. If a member is nominated by someone else, the Secretary will confirm the nominee's willingness to serve.

Beginning on the fifteenth day of June, the Secretary will publish the names of the nominees to the GSAA electronic forum. Nominees are encouraged to reply to this announcement with any information

they want to share concerning their experience, skills, plans, and interests in holding the office, to assist the Members in making their decision.

Beginning on the first day of July, polls will be open on-line to allow all Members to register their votes for each office. All members may vote for all offices except the Vice-President positions. In that case, only Members who attended GS-East may vote for VP-East, and Members who attended GS-West may vote for VP-West.

On the fifteenth day of July, polls will be closed. The nominee with the greatest number of votes will win the Office. The Secretary shall record the votes and inform the President, who will publicly announce the winners.

On the first day of August, the new Officers will take over the positions. Previous holders of the Office should meet and work with the new Officers to assure a smooth transition.

SECTION 5: REMOVAL OF OFFICERS

Any elected or appointed officer may be removed by a majority vote of all members of the Board of Directors. Proceedings for the removal of an officer must be brought by the President, or by either VP in the case where the President is the officer to be removed. The Board can also require the President to begin such proceedings with a vote of three-fifths of the full Board.

ARTICLE 7

AMENDMENT

Amendments to this Constitution may be made in two ways, by the Board of Directors or by the full voting membership of the GSAA.

Amendments proposed by the Board of Directors may be passed by an affirmative vote of two-thirds of the full membership of the Board. Board members may give their proxy to another Board member by informing the President and Secretary of their intent.

Amendments may also be proposed by the general membership of the Association. Any proposed Amendments brought to the President with the support of one hundred (100) GSAA members must be opened for debate by the full membership of the GSAA. Support for a petition can take the form of signatures, E-mails, or an on-line poll. After sufficient debate, a vote will be taken of the full membership. The measure will pass if it receives an affirmative vote from the majority of the members participating in the vote.

ARTICLE 8

ELECTRONIC MEETINGS AND VOTING

Due to the distributed nature of GS alumni and their representatives, meetings and votes may be held through on-line means. On-line meetings that call for instant participation (chat sessions, for example) must be announced to all participants at least two weeks in advance, and quorum must be present in order to transact business. Discussions held in Bulletin Board System or Group forums (such as a Yahoo Group or on-line Bulletin Board System) are considered a valid meeting if there are a number of registered members sufficient to achieve a quorum.

Votes can be taken through any polling method available to the members. For a vote to be valid, it must meet these criteria.

ARTICLE 9

DISSOLUTION

In the event that the Governor's School Alumni Association be disbanded or dissolved for any reason, the net assets after satisfaction of all outstanding debts shall be donated to the State of North Carolina for the express purpose of funding current fiscal needs of The Governor's School of North Carolina. In the event that the Governor's School is no longer in existence, then said net assets shall be donated to the University of North Carolina for use at the discretion of the Board of Governors.

ADOPTED AT WINSTON-SALEM, JULY 13, 2013