

**Clarke College Alumni Association, Inc.  
Constitution & By-Laws**

**General**

**1. NAME**

The name of this organization shall be the Clarke College Alumni Association, Inc.

**2. PURPOSE**

The purpose of the Clarke College Alumni Association, Inc.(here-in referred to as CCAA) is to maintain relationships formed at Clarke College; perpetuate the mission, ministry, and influence of Clarke College around the world; facilitate alumni programs and activities; and to promote communication and cooperative actions among all Clarke College graduates and former students, the individual graduating classes, and other alumni groups associated with Clarke College.

**3. REGISTRATION**

The CCAA is a 501C3, non-profit organization registered with the State of Mississippi.

**4. MEMBERSHIP**

Clarke College graduates, former students, former faculty and staff members, as well as family members of these listed groups and “friends of Clarke College” are eligible for membership in the CCAA.

**5. FISCAL YEAR**

The fiscal year of the CCAA shall be January 1 - December 31.

**ARTICLE II**

**Meetings**

**1. ANNUAL MEETING**

The annual meeting of the members of CCAA shall be held each year at the time and place determined by the Officers of the CCAA.

**2. VOTING PRIVILEGES**

Each member of the CCAA shall have the right at all meetings to one (1) vote.

**3. QUORUM**

Five active members of the CCAA shall constitute a quorum. Questions shall be decided by a majority of the members in attendance at any meeting. In the absence of a quorum at any meeting the members or Officers present may adjourn to a subsequent time.

**4. NOTICE OF MEETINGS**

A printed or electronic notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose for which said meeting is called, shall be delivered to each member at least ten (10) days prior to the date of the meeting.

**ARTICLE III**

## **Officers**

### **1. COMPOSITION**

The Officers of the CCAA shall include: President, Vice-President, Secretary, Treasurer, and three (3) at-large member representatives. The out-going President shall serve as ex-officio member for one (1) year.

### **2. ELECTION OF OFFICERS**

Officers shall be elected during the Annual Meeting of the CCAA. A simple majority of the members voting is required for election to office.

### **3. TERMS OF OFFICE**

The terms of office shall be for (2) years commencing immediately after their election. The President, Secretary, and At-large Member 1 shall be elected in even numbered years. The Vice-President, Treasurer, At-large Member 2, and At-large Member 3 shall be elected in odd numbered years. Persons rotating off shall not be eligible for re-election to same office until after one (1) year has passed.

### **4. SUCCESSION OF OFFICERS**

In the event of the death or resignation of the President, the Vice-President shall assume the duties of the President until the next election of officers is held. If the Vice-President is unable to assume the duties of President, the other officers of the CCAA shall appoint a member of the CCAA to serve as President until the next election of officers is held.

In the event of the absence of the President at any meeting of the membership, the Vice-President shall preside at such meeting and perform all the duties of the President.

### **5. VACANCIES**

Any vacancy occurring among the Officers, other than President, of the CCAA because of death, resignation, or otherwise shall be filled by a majority vote of the remaining Officers, and such office shall be occupied until the next annual meeting. In the event of a tie, the President shall appoint a member to fill the vacancy.

### **6. CONTINUATION OF OFFICE UNDER UNUSUAL CIRCUMSTANCES**

If the annual meeting of the members is not held, due to unforeseen circumstances, at the time designated in the bylaws, such failure shall not cause any defect in the Association, but the officers for the time being shall hold office until their successors are elected.

### **7. MANAGEMENT OF ASSOCIATION**

The Officers of the CCAA shall have power between meetings to conduct, manage and control all of the business and affairs of the Association and to make such rules and regulations as they may from time to time deem necessary, not inconsistent with the laws of the State of Mississippi.

### **8. MISCELLANEOUS**

In addition to the powers and authorities herein above or by statute expressly conferred, the

Officers of the CCAA are hereby authorized to exercise all such powers and to do all such acts and things as may be exercised or done by an association organized and existing under the provisions of the laws of the State of Mississippi relating to corporations not for profit.

## **ARTICLE IV**

### **Duties of Officers**

#### **1. PRESIDENT**

The President shall preside at all meetings of the CCAA and discharge all of the other duties which ordinarily devolve upon a president, including the authority to appoint such committees as he or she may deem advisable to serve during his/her term of office. He/she shall execute all contracts and other instruments of writing on behalf of the Association which have been duly authorized by the Officers of the CCAA and shall perform such other duties as the bylaws provide or the Officers shall prescribe.

#### **2. VICE-PRESIDENT**

The primary duties of the Vice-President shall be planning activities as prescribed by the Officers and duties incumbent upon the President during the absence or disability of the President, and shall perform such other duties as the bylaws may require or the Officers may prescribe.

#### **3. SECRETARY**

The Secretary shall attend all meetings of the membership and the Officers of the Association, and shall keep or cause to be kept in a book provided for the purpose a complete record of the proceedings of such meetings. If the Secretary is absent from any meeting, the President shall appoint a Secretary for such meeting.

#### **4. TREASURER**

The Treasurer shall keep a complete and correct record at all times of the financial condition of the Association. He or she shall be the legal custodian of all monies and other valuables which may come into the possession of the Association. He/she shall deposit all funds of the Association in a bank to be designated by the Officers and shall keep such bank account in the name of the Association and shall furnish at the meeting of the Officers or whenever needed a statement of the financial condition of the Association, and shall perform such other duties as the bylaws may require or the Officers may prescribe.

#### **5. MEMBER AT LARGE (3)**

Members-at-Large are Officers of CCAA. They shall provide additional representation and input in the business and decision-making of the Association.

#### **6. DELIGATION OF AUTHORITY**

In case of the absence of any officer of the Association, or any other reason that the Officers may deem fit, the Officers may delegate the powers or duties of such officer to any other officer or person, provided a majority of the Officers concurs.

## **ARTICLE V**

### **Duties and Privileges of Members**

#### **1. DUES**

Membership dues shall be twenty five dollars (\$25) annually. Any financial gift over \$25 shall be deposited to the general operating account unless otherwise designated by the donor.

## 2. PRIVILEGES

Payment of annual dues entitles the paying CCAA member to one (1) vote on any item of business coming before the CCAA membership.

## 3. SERVING POSITIONS

Payment of dues is required before a person may serve as an Officer or committee member.

## **ARTICLE VI**

### **Removal of Officers**

1. Any Officer of the Association is subject to removal at any time due to a pattern of Biblical immoral conduct by a majority vote of the other officers.

## **ARTICLE VII**

### **Parliamentary Authority and Bylaw Amendment**

#### 1. AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

#### 2. AMENDMENT

The power to make, alter, or repeal the bylaws of this Association shall be vested in the majority of the members present at any annual meeting of the membership or at any meeting called by the President for that purpose.

## **ARTICLE VIII**

### **Statement of Dissolution**

1. The CCAA may be dissolved only with authorization by the Officers given at a special meeting called for that purpose. Upon dissolution or other termination of the CCAA, all remaining assets of the CCAA after payment in full of all its debts, obligations, and necessary final expenses, shall be distributed to such tax-exempt organizations (with purposes similar to those of the CCAA) as shall be chosen by the then Officers of the CCAA.