DALE COUNTY HIGH SCHOOL

GOLDEN WARRIOR ALUMNI ASSOCIATION

CONSTITUTION AND BYLAWS

Originally Ratified February 13, 2016, Amended May 17, 2017

ARTICLE I

NAME and OFFICE

The name of this association shall be Dale County High School Golden Warrior Alumni Association, hereinafter referred to as the “Association”, as specified in the Constitution and Bylaws of the organization. Hereinafter, the term “Association” shall be synonymous with the term “Corporation”. The principal office of the Corporation shall be located in the City of Headland, County of Henry, State of Alabama. Offices may also be maintained in such other places within the State of Alabama as the Board of Directors may from time to time determine. An Alabama office of the Association shall always be maintained as required to maintain the State incorporation.

ARTICLE II

PURPOSE

This Association shall be a Domestic Nonprofit Corporation chartered by the Secretary of State of the State of Alabama, operating as public charity under the provisions of IRS Section 501(c)(3), and organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code to:

1. Establish and maintain a relationship among Dale County High School alumni, Midland City High School alumni, Newton High School alumni, and Dale County High School.
2. Enhance camaraderie among Dale County, Midland City and Newton High School alumni and increase financial support for Dale County High School.
3. Raise funds through dues paying membership, contributions, events and activities to support the charitable purpose of the Association.
4. Provide funds for sponsored events and projects which make Dale County High School a better educational institution.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in elsewhere in this Article. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE III

MEMBERSHIP

* 1. Golden Warrior Membership
     1. The Golden Warrior Membership shall consist of anyone with an interest in Dale County High School who has been graduated from Dale County High School or whose Dale County High School class graduated 50 years or more, and is current with prescribed fees and dues. Such individuals shall be referred to herein as “Golden Warrior Members in good standing.”
     2. Golden Warrior Members in good standing shall be eligible to serve on the Board of Directors and hold office as an Executive Committee member in compliance with the requirements outlined in Article IV and Article V.
     3. Golden Warrior Members in good standing shall be eligible to serve on committees and make recommendations to the Board of Directors.

Golden Warrior Members in good standing shall receive information about the operations and activities of the Association.

* 1. Associate Membership
     1. The Associate Membership shall consist of anyone with an interest in Dale County High School who is not eligible for Golden Warrior Membership status and is current with prescribed fees and dues, including , but not limited to; partners of Golden Warrior Members, Midland City High School alumni and their partners, Newton High School alumni and their partners, Associate Member’s partners and anyone else with an interest in making Dale County High School a better place. Such individuals shall be referred to herein as “Associate Members in good standing.”
     2. Associate Members in good standing shall receive information about the operations and activities of the Association.

ARTICLE IV

EXECUTIVE COMMITTEE

1. The Executive Committee shall manage the affairs of the Association and shall consist of the following voting members.
   1. President
   2. Vice President
   3. Secretary and Treasurer
   4. Historian
   5. Immediate Past President
2. The Executive Committee members shall serve as voting members of the Board of Directors.
3. The Executive Committee shall appoint Standing Committee Chairpersons. Each Standing Committee Chairperson shall serve as voting member of the Board of Directors
4. Special Terms of Office
   1. The President shall serve not more than two terms, consecutively.
   2. The Secretary and Treasurer shall be appointed by the Executive Committee and approved by the Board of Directors.
   3. Elections will be held biennially (even years) using procedures detailed herein.
5. Duties of Officers

The duties of the Officers of the Executive Committee shall be those usually incident to their respective offices and as follows

* 1. The President shall preside at all meeting of the Executive Committee, the Board of Directors, the annual and special called General Membership meeting and shall serve as an ex-officio member of all committees. The President shall, with advice of the Executive Committee, appoint special committee chairpersons. The President shall be the spokesperson for the Association.
  2. The Vice President shall, in the absence of the President, perform the duties of the President and, when so acting, shall have all the powers and authority of the President. The Vice President shall observe and learn the duties of the President to ensure a smooth transition should such transition occur. The Vice President shall perform all tasks associated with membership enrollment and membership record maintenance. The Vice President shall perform, from time to time, other duties as assigned by the President.
  3. The Secretary and Treasurer shall record the minutes of all Executive Committee and Board of Director meetings and shall be responsible for all Association correspondence.
  4. The Secretary and Treasurer shall be custodian of the Association funds and shall be responsible for the collection of all funds, make payments in accordance with the budget and shall compile financial statements. All payments shall be made by check signed by the Secretary and Treasurer or the President. The Secretary and Treasurer shall prepare an annual budget in conjunction with the Executive Committee for approval by the Board of Directors. In the absence or inability of the Secretary and Treasurer to collect dues or make payments, the President shall be authorized act of the Secretary and Treasurer. The Secretary and Treasurer shall at the end of the fiscal year, submit financial records for audit.
  5. The Historian shall establish and maintain a complete historical record of the organization, its Executive Committees, Board of Directors, Members, Activities, Projects and other historical facts and data that might be of value to future generations with an interest in the Association. A copy of this historical document shall be distributed at least annually to the Board of Directors and made available for review at all appropriate Association events. The Historian shall also establish and maintain such social media, including Facebook, as deemed appropriate to communicate Association activities and plans.
  6. The Immediate Past President shall support the incoming President to assure a smooth transition and assist the Board of Directors in reaching the Association’s long term goals.

1. Filling of Executive Committee vacancies shall be conducted in accordance with Article V, Board of Directors.

ARTICLE V

BOARD OF DIRECTORS

1. Operations
   1. The Board of Directors shall be comprised of the members of the Executive Committee as described in Article IV, Executive Committee.
   2. Executive Committee members of the Board of Directors shall serve on the Board of Directors during the term of their service on the Executive Committee.
   3. The Board of Directors shall also include, as non-voting members, one Class Representative from each Dale County High School class that has been graduated 50 years or more.
   4. The Board of Directors shall meet after due notice not less than once every four months. One-third plus one voting member of the Board present shall constitute a quorum.
   5. During the formative years of the Association one Golden Warrior member in good standing may hold multiple positions on the Board of Directors and have multiple votes accordingly.
2. Elections
   1. **Nominations.** Golden Warrior Members in good standing who aspire to serve as an officer shall submit an Officer Nomination Form to the Nomination Committee by an established and published deadline. The Nomination Committee may seek Golden Warrior Members in good standing to serve as officers. The Nominating Committee shall biennially prepare a slate of candidates for election or reelection. The recommended slate shall be presented to the Board of Directors in the summer of each even numbered year.
   2. **Election of Officers.** The election of officers will occur in fall of each even numbered year and with the new slate of Officers taking office in January of the following year. Adoption of the slate shall be by two-thirds vote of the Board of Directors at a regularly scheduled meeting. The Secretary and Treasurer shall be appointed by the Board of Directors.
   3. **Vacancies.** Board of Director vacancies shall be filled by a vote of the remaining Board of Director members. Board of Director members selected in this manner shall serve to complete the term of the vacated office.
   4. **Vote Ties.** Parliamentary Procedure shall be followed in the event of ties.

ARTICLE VI

STANDING COMMITTEES

The Executive Committee shall appoint the following standing committees.

1. **Nominating Committee.** The Nominating Committee shall biennially prepare a slate of officers of individuals who will stand for election to the Executive Committee and the Board of Directors. A slate shall be presented in the summer of each election year.
2. **Bylaws Committee.** The Bylaws Committee shall annually review the Association Constitution and Bylaws and make recommendations to the Executive Committee regarding additions or modifications thereto, including the schedule of dues and fees. Negative reports shall occur.
3. **Event/Project Committee.** The Event/Project Committee shall make recommendations to the Executive Committee for events and projects which will enhance Dale County High School and strengthen the relationship among its alumni. The committee shall perform other duties as assigned by the President or the Executive Committee, such a providing leadership of approved Board of Director events or projects.
4. **Membership Committee.** The Membership Committee shall support the Vice President in on going membership activities.
5. **Ad Hoc Committees.** The President may authorize and appoint Golden Warrior members in good standing to special single purpose committees as deemed appropriate by the President.

**ARTICLE VII**

**ASSOCIATION FUNDS**

1. **Deposit of Funds.** All funds of the Association, including dues and fees, donations, and funds received through events and projects shall be deposited in the Association’s bank accounts with in five (5) business days of receipt.
2. **Scheduled Audits.** Audits shall be conducted at the end of each fiscal year and whenever the Secretary and Treasurer position is vacated. During the formative years, when annual receipts are less than one-thousand dollars ($1000) external audits shall be suspended.
3. **Project Funds.** Net proceeds (receipts less directly associated expenses) from all events/projects established and conducted to solely benefit Dale County High School shall be prompting transferred by check to Dale County High School. Such transfer shall be photographically documented and communicated to the Association membership.
4. **Disbursement of Funds.** All funds, to the extent practical, shall be disbursed by check drawn on the Association’s bank accounts. A petty cash fund may be established for minor financial activities.

**ARTICLE VIII**

**DUES AND FEES**

The Association dues shall be determined each year by the Board of Directors. Dues shall be paid to the Treasurer by the beginning of each membership year. The membership year shall be January 1st through December 31th of each calendar year. Membership dues may be paid by check payable to Dale County High School Golden Warrior Alumni Association.

1. **Golden Warrior Membership Dues**. Annual membership dues for both classes of membership shall be twenty dollars ($20) for individual membership or forty dollars ($40) for joint membership with partner. Life time membership dues for both classes of membership shall be two hundred and fifty dollars ($250).

**ARTICLE IX**

**AMENDMENTS AND MEETING RULES**

1. **Constitution and Bylaws Additions and Revisions.**
   1. These Bylaws may be revised after a Bylaws Committee motion for revision is made and carried at a duly notified Board of Directors meeting by a two-thirds vote.
   2. Bylaws Committee revision proposals shall be presented in written form to the Board of Directors at a regular or special meeting at least thirty days prior to the vote.
2. **Meeting Rules.** The Roberts Rules of Order, current edition, shall govern all Association meetings except where they infringe or conflict with the Bylaws set forth herein.

**ARTICLE X**

**DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Ratified with amendments on May 17, 2017 by the Executive Committee members:

Robert B. Marshall, Jr. Barbara Ann Jones Kennedy

President Vice President

Andrew Marshall Dorothy Miller

Secretary and Treasurer Historian

Priscilla McKnight

Immediate Past President