

BYLAWS
of
W. A. PATTILLO HIGH SCHOOL NATIONAL ALUMNI ASSOCIATION, INC.
(A NON PROFIT ORGANIZATION)

ARTICLE I

OFFICES

The principal office of the corporation shall be located in the City of Tarboro, County of Edgecombe and the State of North Carolina. The corporation may also have such offices within or outside the State as the Board of Directors may from time to time determine.

ARTICLE II

PURPOSE

The purpose of the organization is as set forth in the articles as filed with the North Carolina Secretary of State on August 23, 1993, and as amended with the North Carolina Secretary of State on April 14, 2003.

Additionally, the organization will adopt the W. A. Pattillo Elementary School. Promoting strong community support for the ongoing student development and achievement at this school must be a new purpose of our organization.

We will also promote positive awareness and goodwill of the association throughout the community.

ARTICLE III

MEMBERSHIP

1. (a) The persons signing the Certificate of Incorporation as incorporated shall be the first members of the Corporation. The eligibility and qualification for membership and the manner of admission into membership shall be prescribed and duly adopted by the Board of Directors of the Corporation or by such rules and regulations as may be prescribed by the Board of Directors.

(b) Termination of membership shall be at the death, resignation or non-payment of dues.

(c) General Membership of this organization shall be open to all persons who attended Princeville Grade School, Tarboro Colored High School, WA Pattillo High School, and Pattillo Elementary School. Associate Membership of the organization shall be open to all persons who attended Tarboro High School and other schools within the Tarboro/Edgecombe County system.

(d) Admissions of members shall be made on the basis of application submitted to the Membership Committee and/or payment of dues.

(e) Membership shall begin as of the date dues are paid. All Membership dues and levels shall be set or changed at the Annual Meeting in July according to recommendations by the Board of Directors and approval by the majority of the membership present. These dues may be adjusted from time to time by the Board of Directors. The failure to pay dues in a timely fashion will cause immediate expulsion as provided in subsection (b). Membership cards may be issued to all members.

(f) Voting Rights: All National members shall have voting rights at any National meeting requiring a vote.

(g) Associate membership: Associate membership will be extended to any person who is interested in the well being of the organization and its purpose. Associate membership dues shall be \$25.00 and may be adjusted from time to time by the Board of Directors. Associate members shall have voting rights for the election of Officers only and will be ineligible to be elected to hold office on the Board of Directors or the Executive Board.

2. (a) Meetings: The annual meeting and reunion of the members of the corporation shall be held in the City of Tarboro in July of each year and shall be designated as the "annual meeting." Special meetings of members shall be held on such date or dates as may be fixed by the Board of Directors of the corporation at the written request of at least 2/3 of members.

(b) Any special meetings may be held at such place within or outside the State as the Board of Directors may from time to time call on an as needed basis.

(c) A minimum of a two (2) week written notice stating the place, date and time of the meeting shall be given for all called meetings. Notices for call meetings shall state the person or persons calling the meeting and the purpose of the called meeting.

(d) At every meeting of the members, there shall be a roll call of the executive Board and Board of Directors and a record of members as of the recorded date to determine a quorum as stated in subsection (e).

(e) Quorum: Twenty five percent of the total membership shall constitute a quorum.

(f) Minutes: The minutes of the annual meeting or of any special meeting of the W. A. Pattillo High School National Alumni Association, Inc shall be read and approved at the next succeeding meeting of the membership.

3. At each annual meeting of the members, the Board of Directors shall present an annual report. Such report shall be filed with the records of the Corporation and entered in the minutes of the proceedings of such meeting.
4. (a) Meetings of the members shall be presided over by the following officers, President, Vice President, Secretary and Treasurer.

If none of the aforementioned is in office or present at the meeting, a person may be chosen as President by a majority of the members present. The secretary or assistant secretary of the Corporation shall record the minutes of every meeting. When neither of the Secretary or Assistant Secretary is present, the President may appoint a Secretary.

(b) The order of Business at all meetings of the members shall be as follows:

Roll Call
 Reading of the Minutes of the preceding meeting.
 Treasurers' Report
 Report of Standing Committees
 Officers' Report
 Old Business
 New Business
 Location and time of next meeting
 Adjourn

5. Every member may authorize in writing another person to act for him by proxy in all matters in which a member may participate. Every proxy shall be signed by the member and shall be revocable at the pleasure of the member executing it.
6. The Board of Directors may issue certificates, cards or other instruments permitted by law evidencing membership in the Corporation.

ARTICLE IV

BOARD OF DIRECTORS

1. The Corporation shall be managed by a Board of Directors. Each Director shall be at least eighteen (18) years of age and shall be a member of the Corporation during his/her Directorship. The Board of Directors shall consist of no less than ten (10) members. They shall be the four Officers, President, Vice President, Secretary, and Treasurer, Financial Secretary, Chaplin of the North, Chaplin of the South, Sergeant at Arms, Parliamentarian, Four Regional Directors, and Four At-Large Directors.
2. The number of Directors may be increased or decreased by action of the membership or the Board of Directors.

3. All officers are elected for a two year term. The at large Directors, elected for two (2) year terms. All officers and Directors may succeed themselves.
4. (a) Any or all the members of the Board of Directors may be removed with or without cause by majority vote of the members of the Corporation. A Director may resign at any time.
5. Newly created Directorships or vacancies in the Board of Directors may be filled by a vote of majority of the Board of Directors in office. A Director elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the un-expired term of his predecessor.
6. Duties of the Board: The Board of Directors shall manage the business of the Corporation and its membership except as may be amended by the full membership. It shall make a report to the annual meeting of the full membership.

ARTICLE V

EXECUTIVE COMMITTEE

1. Members: The Executive Committee shall consist of the President, Vice President, the Secretary, Treasurer, Parliamentarian and the Immediate Past President.
2. Duties: The Executive Committee shall set time and place of the meetings as it deems appropriate. It shall make recommendations to the association President and act for the Board when necessary between regular Board of Directors' meeting. Such actions shall be ratified by the Board of Directors at the next meeting.
3. Special meetings: Special meetings can be called by the Executive Committee or the President of the National Association or upon written request from a Regional or At-Large Director(s) duly recognized by the Association.

ARTICLE VI

OFFICERS

Elections: Officers shall be President, Vice President, Secretary, Treasurer, Financial Secretary, Sergeant At Arms, Parliamentarian, Chaplain of the North, Chaplain of the South. All officers must be members in good standing of the Alumni Association. These officers shall be elected every two years at the annual meeting. Each officer may succeed himself.

1. **Duties of the President:** The President shall preside at meetings of the W.A. Pattillo High School National Alumni Association, the Board of Directors meetings and meetings of the Executive Committee. He/she shall be a member of all committees ex-officio except the Nominating Committee. The President shall perform all other duties pertaining to his or her office and as authorized by the Board of Directors or the full membership.
2. **Duties of Vice President:** The Vice President, in the absence of the President, shall assume the duties of the President. In case of a vacancy in the office of President, the Vice President shall act as President until the office is filled at the next annual meeting of the Corporation.
3. **Duties of the Secretary:** The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be his/her duty to file any certificate required by a statute, federal or state. He/she shall serve all notices of meetings to members of this organization. He/she be the official custodian of the records and seal of this organization. He/she shall present to the membership at any meetings any communications addressed to him/her as Secretary of the organization. He/she shall attend to all correspondence of the organization and shall exercise all duties relevant to the office of Secretary.
4. **Duties of Assistant Secretary:** The Assistant Secretary shall, in the absence of the Secretary, become acting Secretary of the organization with all the rights, privileges and powers as if he/she has been duly elected Secretary.
6. **Duties of the Treasurer:** The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He/she shall within ten (10) days of receipt cause to be deposited in a regular business bank or trust company in the State of North Carolina. He/she must be one of the officers who shall sign checks or draft of the organization. He/she shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors. He/she shall not serve as Chairperson of the Finance Committee. He/she shall exercise all duties incident to the office of Treasurer. The Treasurer shall be bonded by the Corporation.
7. **Duties of the Assistant Treasurer:** In the absence or inability of the Treasurer to exercise his/her office, shall become acting Treasurer of the organization with all rights, privileges and powers as if he/she had been duly elected Treasurer.
8. **Duties of the Financial Secretary:** The Financial Secretary shall keep an accurate written record of the finances of the organization. He/she shall record all financial transactions during the annual reunion and make a report to the Board of Directors. He/she must be one of the officers who shall sign checks

or drafts of the organization. He/she shall serve as a member of the Finance Committee. He/she shall be bonded by the Corporation.

9. Parliamentarian: The Parliamentarian shall perform the duties defined in Robert's Rules of Order as they apply to the conducting of meetings.
10. Chaplains: The Chaplains of the North and South shall perform the duties which are assigned by the President.
11. Each officer shall hold office until the annual meeting of the Board membership, and until his successor has been duly elected and qualifies. The Board of Directors may remove any officer with cause at any time.
12. Compensation: No officer or member of the Board of Directors shall be entitled to receive any salary or compensation for said capacity except for out of pocket expenses only. These expenses shall be approved by the President and the Treasurer and subsequently reviewed by the Board of Directors at its next meeting.

ARTICLE VII

ALUMNI REGIONS

Eliminate the Alumni Local Chapter structure.

1. Divide the United States into four regions, Northeast, Southeast, Southwest, and Northwest.
2. Elect a Regional Director to represent each region (Will be elected by the members of a region to represent their interests on the Board of Directors).

ARTICLE VIII

STANDING COMMITTEES

1. Committee Roster: There may be eleven (11) standing committees.

1. Bylaws Committee	Attachment A
2. Policy Committee	Attachment B
3. Finance Committee	Attachment C
4. Membership Committee	Attachment D
5. Scholarship Committee	Attachment E
6. Nominating Committee	Attachment F

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| 7. Publication Committee | Attachment G |
| 8. Archives Committee | Attachment H |
| 9. Hall of Fame Committee | Attachment I |
| 10. Benevolence Committee | Attachment J |
| 11. Reunion Committee | Attachment K |
2. (a) Appointments: Members of all standing committees, except the bylaws, Finance and Nominating Committees, shall be appointed by the President for a term of one (1) year.

(b) The President shall appoint a minimum of three (3) persons to each of the above standing committees. The same shall apply to any additional committees. The President in his/her election, may either designate the chairperson of any or all committees or allow each committee to elect its own chairperson.

(c) The President may in his/her discretion remove any and all committee members and reappoint other members.
 3. Chairperson's Duties: The chairperson of each standing committee shall submit a plan for the year's work to the Board of Directors or to the Executive Committee.
 4. Subcommittees: The committees provided for in Article VIII shall have the power to appoint subcommittees whenever the occasion arises. This is subject to approval of the President.
 5. Reports: Every standing committee and special committee shall submit written reports to the Board of Directors or President at its annual business meeting.

ARTICLE IX

NOMINATIONS AND ELECTIONS

1. Nominating Committee: The Nominating Committee shall nominate annually, if necessary, one candidate for each of the vacancies among the appropriate officers and Directors to be elected by the members of the National Association. Candidates shall be selected in accordance with the bylaws and no candidate shall be presented without their consent.
2. Nominating Petitions: Nominations may also be made by petition of not fewer than 20 members of the association. Such petition must be accompanied by the written permission of the candidate.

3. Nominations from the Floor: Nominations from the floor at the annual meeting shall be permissible.
4. Elections: The election of all officers shall occur at the annual meeting every year and only members in good standing shall be allowed to cast their individual secret ballot vote. The nominating committee shall count the votes and a plurality of all votes shall constitute an election.

ARTICLE X

MISCELLANEOUS

1. The corporation shall keep at the principle office of the organization, a complete and correct records and books of account, and shall keep minutes of the proceedings of the members, the Board of Directors, or any committee appointed by the Board of Directors, as well as a list or record containing the names and address of all members.
2. The Corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.
3. The fiscal year of the corporation shall be fixed by the Board of Directors.
4. (a) All bylaws of the Corporation shall be subject to alteration or repeal, and new bylaws may be made by a majority vote of the members at the annual meeting.

(b) The Board of Directors shall have the power to make, alter or repeal, from time to time, bylaws of the Corporation.
5. No action shall be taken either by the membership of the Corporation, the Board of Directors or any officer of the Corporation to cause the Corporation to lose its tax exempt status after obtaining such.

ARTICLE XI

DISSOLUTION

1. Upon dissolution of the W. A. Pattillo High School National Alumni Association, Inc., all monies in financial institutions under said name shall be distributed in the form of scholarships to deserving students graduating from Edgecombe County High Schools during the year of the dissolution of the Corporation.

APPROVAL:

- Presented to the Board of Directors and Obtained Initial Approval on January 21, 2012
- Presented to the Board of Directors and Obtained Final Approval on April 28, 2012
- Presented to the Membership and Obtained Ratification on July 8, 2012

Chairman of ByLaws Committee: Jack Mathewson
July 8, 2012