

**BYLAWS**

**UNIVERSITY OF NIGERIA NSUKKA PHARMACIST ALUMNI  
ASSOCIATION INC.**

**(A NOT-FOR-PROFIT ASSOCIATION)**

Adopted by a Resolution of the Members as of this    18th    Day of September, 2015

Signature of President: \_\_\_\_\_

Name of President: \_\_

Signatures of Executive Officers:

Name	Signature
1.	_____
2.	_____
3.	_____
4.	_____

**BYLAWS UNIVERSITY OF NIGERIA NSUKKA PHARMACIST ALUMNI  
ASSOCIATION INC.**

**TABLE OF CONTENTS**

ARTICLE ONE- NAME, LOCATION, AND OFFICES.....

Section 1. Name

Section 2. Purpose

Section 3. Location Section 4. Official Seal Section 5. Limitations

ARTICLE TWO - Membership

Section 1. Membership

Section 2. Membership Categories

Section 3. Rights to Hold Office Section 4. Property Rights

Section 5. Liability of Members Section 6. Membership Dues

ARTICLE THREE – Composition and Function 7

Section 1. Composition and Structure Section 2. Functions

Section 2.1 Formation of Regional and State Chapters

Section 2.2 Central Functions

Section 2.3. Charter State, Regional or Constituent Alumni Chapters

Section 2.4. Approval of State or Regional Alumni Chapter Bylaws

Section 2.5. Review State and Regional Alumni Status

Section 2.6. Regional Alumni Chapter Membership

ARTICLE FOUR - MEETINGS OF MEMBERS - VOTING

Section 1. Annual Convention

Section 2. Special Meeting

Section 3. Time and Place of Meetings Section 4. Notice of Meetings

Section 5. Method of Voting

Section 6. Eligibility of Voting

Section 7. Quorum

Section .8. Voting

Section .9. Minutes

## ARTICLE FIVE – OFFICERS

### Section 1. Officers

#### A. Executive Officers

- i. The President
- ii. Vice president
- iii. Secretary
- iv. Assistant Secretary
- v. Financial Secretary
- vi. The treasurer
- vii. Publicity Secretary
- viii. Legal Advisor
- ix. Ex-Officio member – The immediate past National President

#### B. Board of Directors

### Section 2. Terms of Office

### Section 3. Election of Officers

### Section 4. Removal from Office

## ARTICLE SIX – POWERS AND DUTIES OF NATIONAL OFFICERS

### Section 1. The National President

### Section 2. The National Vice President

### Section 3. The National Secretary

### Section 4. Financial Secretary

### Section 5. Treasurer

### Section 6. The Publicity/Public Relations Officer

### Section 7. The Legal Advisor

### Section 8. The Ex-Officio Member

## ARTICLE SEVEN – Auditors

## ARTICLE EIGHT – BOARD OF DIRECTORS

### Section 1. Directors – Number and Classification

### Section 2. Election and Terms

### Section 3. Vacancies

### Section 4. Board Meetings

### Section 5. Quorum

### Section 6. Minutes

### Section 7. Parliamentary Procedures

## ARTICLE NINE – OFFICERS OF THE BOARD OF DIRECTORS

### Section 1. Number and Qualifications

### Section 2. Removal

Section 3. Vacancies

Section 4. Duties

#### ARTICLE TEN - STANDING COMMITTEES

Section 1. Executive Committee

Section 2. Electoral Committee

Section 3. Membership Committee

Section 4. Fundraising and Projects Committee

Section 5. Education Committee

Section 6. Legal Committee

Section 7. Other Committees

#### ARTICLE ELEVEN – AMENDMENTS

#### ARTICLE TWELVE – DISSOLUTION OF the ASSOCIATION

Section 1. . Beneficiaries from Dissolution

#### ARTICLE THIRTEEN –MICSELLANEOUS PROVISIONS

Section 1. Account Signatories

Section 2. Requisition for Funds

Section 3. Contracts and Bidding

#### ARTICLE FOURTEEN – EFFECTIVE DATE

INDEX

**BY-LAWS**  
**UNIVERSITY OF NIGERIA NSUKKA PHARMACIST ALUMNI ASSOCIATION INC.**

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**ARTICLE I**  
**Name, Purpose and Location**

Section 1. Name. The name of the organization shall be UNIVERSITY OF NIGERIA PHARMACIST ALUMNI ASSOCIATION INC hereinafter referred to in these bylaws as "the Alumni Association" or "UNNPAA".

Section 2. Purpose. The purpose of the Association is to restore and maintain the dignity of the University of Nigeria Pharmacist and to foster in its alumni and friends the feeling of pride, affection and goodwill towards the university. The Association shall fulfill these purposes by galvanizing the alumni and friends of the Faculty of Pharmaceutical Sciences University of Nigeria in North America under one organization which shall promote and facilitate the achievement of the objectives and programs of both the parent Alumni Association and the university, encourage the proud participation and shared sense of responsibility among the alumni to support both the Association and the University through collective and individual giving. The Association shall also promote and enhance opportunities for networking among former students, current students, friends, faculty and staff of the university.

Section 3. Location. The principal office of the Association shall be at 2775 Lawrence Mill Run, Marietta, GA 30068, USA or wherever else the membership may from time to time determine.

Section 4. Official Seal. The Association shall have a corporate seal and have the power to alter the same at its pleasure.

Section 5. Limitations. The Association shall be organized, and at all times, thereafter operated, exclusively for public charitable uses and purposes within the meaning of Section 501[c](3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax Code). The Association shall also be duly registered with the University of Nigeria Alumni Association office at the University of Nigeria, Nsukka. Nevertheless, the bylaws will be governed and construed according to the laws of the State of Georgia in the United States of America.

## **ARTICLE II Membership**

Section 1. Membership. Membership shall be open to all graduates of the faculty of Pharmaceutical Sciences, including honorary graduates, and former students, faculty and staff members, former faculty and staff members, parents of students, friends of the Faculty and spouses of the afore- mentioned groups. A student shall be defined as an individual who had enrolled and successfully completed one Semester or term of studies at the Pharmaceutical Sciences of the University of Nigeria, Nsukka campus or any of its campuses.

Section 2. Membership Categories shall be as follows:

- a) *Alumni.* Any individual who had enrolled and successfully completed at least one Semester or term at the Faculty of Pharmaceutical Sciences University of Nigeria shall be considered an alumnus/a
- b) *Honorary Alumni.* Friends or associates of the university who have demonstrated an ongoing commitment and service to the University may be awarded Honorary alumni status by the Board of Directors. This includes the former and current faculty and staff of the university and honorary graduates and spouses of alumni.
- c) *Members.* Member status shall be reserved, on an annual basis, to all alumni and honorary alumni who pay their annual dues of \$50.00 US dollars or whatever amount the Alumni Association shall determine at a general Convention.
- d) Alumni or friends who are in special situations e.g. verifiable financial difficulty who need relief from the financial obligations specified in Section 2c above, may apply through the local chapter to have those obligations waived or reduced on an annual basis.

Section 3. Right to Hold Office. All members in good standing may be elected executive officers in the Association after one year of membership. The seating national president and four (4) members of the Alumni Association elected by the convention shall constitute the Board of Directors of the Alumni Association. The president shall appoint a chairperson of each standing committee except for the Electoral committee who shall be appointed by the Board of Directors.

Section 4. Property Rights. No members will have any rights, title or interest in any of the property or assets, including earned or investment income of this association or to its assets at its dissolution. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, advisors, officers, or other private persons, except that the Association may be authorized and empowered to pay reasonable compensation for traveling expenses to delegates of the Association as pre-approved by the membership. Specifically, when the Association delegates officers or members to conduct the business of the Association outside their state of residence, the Association shall reimburse:

Mileage at the going IRS rate per mile for use of personal vehicle,

- \$30.00 (Thirty Dollars) per day for meals, and
- A maximum of \$100.00 (one hundred Dollars) per night for accommodation, for requests accompanied by original hotel receipts.
- Car rental and other forms of ground transportation such as taxi expenses shall be reimbursed as per receipt tendered
- In the event that air travel is required, the Association will be liable to refund expense for economy class ticket only.

All other expenses must be pre-approved by the Executive Committee and proper documentation shall be tendered at all times to make payments and distributions in furtherance of Section 501(c)3 purposes.

Section 5. Liability of Members. Members shall not be personally or collectively liable for any of the Association's debts, liabilities or obligations.

Section 7. Due date for Membership Dues. Membership dues shall be remitted to the Financial Secretary on a per capita basis in the amount of \$50 per member at least one week before the annual national voting register is published 30 days before the annual convention.

Membership dues and any other levies may be changed by a simple majority of the Convention at a duly constituted annual meeting of the Association.

### **ARTICLE III Composition and Function**

Section 1. Composition & Structure. The UNNPAA shall be comprised of the national, state, and regional alumni chapters.

Section 2. Functions. UNNPAA shall provide programs and services for all its members in the North America through regional and state alumni Chapters. It shall be responsible for the following functions:

Section 2.1. Formation of regional and state chapters.

UNNPAA will facilitate the activities or formation of regional or state alumni Chapters.

## Section 2.2. Central Functions

UNNPAA will maintain these central functions and provide these services to state and regional alumni Chapters:

1. Alumni records and files – To be reviewed and if necessary, revised annually
2. Accounting and financial records – Presented at every convention UNNPAA alumni publications -Web site – To be updated regularly
3. Annual Convention
4. Liaison with the University of Nigeria Alumni Association Office at Nsukka
5. Other roles and functions as they become necessary.

Section 2.3. Charter State and Regional Alumni Chapters. State or Regional alumni chapters shall be chartered by UNNPAA to help serve the alumni and friends and the interests and objectives of the university in various parts of North America where they reside. These associations shall help serve and help to promote and enhance the objectives of the Faculty.

Section 2.4. Approval of State or Regional Alumni Chapter Bylaws. A group of university alumni and friends that resides in a state or a geographical area that will allow convenience of gathering, may come together and apply for a charter from the national Association. The group shall submit its bylaws, and subsequent revisions, thereof, to UNNPAA for approval. Upon approval, UNNPAA shall formally, and in writing, charter the chapter as an official alumni chapter of UNNPAA

Section 2.5. Review of State and Regional Alumni Chapter Status. To maintain its charter, each Chapter shall hold at least one meeting each calendar year. Chapters are also encouraged to conduct a variety of activities on behalf of UNNPAA where they reside. Each chapter may engage in activities, in line with UNNPAA's 501(c)3 status, to provide financial stability and resources it needs to achieve its localized goals and objectives. Each chapter shall submit to the Association each year a summary of its past year's activities and a financial statement approved by its membership.

Section 2.6. Chapter Membership. Membership in any alumni Chapter provides membership in UNNPAA. No additional national membership dues may be charged by a Chapter during a given year if a member relocates to a different chapter if he/she already paid national dues at the prior location. However, the new chapter may collect its local dues.



## **ARTICLE IV**

### **Meeting of Members**

Section 1. Annual Convention. The Association shall meet every year at a venue and date to be selected at least one year in advance at an annual Convention. The functions of the Convention shall include the following:

- a. Review the Association's activities and progress on projects during the previous year
- b. Review plans and programs for the current and upcoming year(s).
- c. Elect all national (North America) executive officers by secret ballot
- d. Elect members of the Board of Directors
- e. Set or change annual membership dues
- f. Regulate the activities of the regional and state alumni Chapters.
- g. Regulate the activities of the regional and state alumni Chapters.
- h. Decide on matters referred to it by the Board of Directors
- i. Consider, approve/disapprove all proposals presented by the Board of Directors
- j. Ratify the bylaws of the Association or any amendments thereof.
- k. Make resolutions based on simple majority of members present at the time a vote was called.
- l. To make regulations and impose sanctions for orderly governance of the Association.
- m. Impose levies and penalties in furtherance of the Association's activities, projects and objectives.
- n. Delegate power and responsibility to committees or chapters of the association
- o. May sit for one or more than one day as needed.

Section 2. Special Meetings. Special meetings of Association members for any purpose may be called by the national President through the Secretary at the request in writing of a simple majority of the Executive Committee. The request shall state the purpose of the proposed meeting. Business transacted at any special meeting shall be limited to the subject matter stated in the call.

Section 3. Time and Place of Meetings. All annual conventions shall be held in at any location in North America to be determined a year in advance by the annual convention or the Executive as the case may be.

Section 4. Notice of Meetings. An announcement of each upcoming annual Convention of UNNPAA members shall be made at an annual convention preceding the meeting. A reminder of such a meeting shall be made, at least, four weeks before the Convention on the website of the association, and through an email sent to all alumni Chapters. The announcement shall specify the date, hour and place of the meeting. For special meetings the announcement shall state the purpose or purposes for which the meeting is called. All

meeting announcements in the afore-listed avenue shall constitute due official notification of such meetings.

Section 5. Method of Voting. At any meeting at which a membership vote is scheduled, a member of the Association, as defined in Article II, Section 2. c, may vote in person only. All voting may be conducted by show of hands except for election of officers.

Section 6. Eligibility for Voting. All financially eligible members for the current year are eligible to vote, and each member's eligibility to vote in any annual meeting is evidenced by inclusion of his/her name on the official Association register as of thirty (30) days prior to said vote. Each member shall be entitled to one vote.

Section 7. Quorum. A minimum of 10 eligible voters, including the president or his/her designee, present, at least 15 minutes after the scheduled time of the meeting, at any annual or special meeting, shall constitute a quorum.

Section 8. Voting. A majority vote of members present at any annual Convention or special Association meeting shall decide any matter brought before such meeting, by a simple majority, and such vote is binding on the Association.

Section 9. Minutes. A complete set of minutes of any annual or special meeting, describing precisely the decisions made and action taken shall be emailed by the secretary to each alumni chapter within two months of the meeting. Such minutes will be reviewed and adopted at the subsequent regular annual meeting.

## **ARTICLE V**

### **Officers of the Association**

Section 1. Officers. The Association shall have the following officers:

#### A. Executive Officers

- a. The national President
- b. The national Vice President
- c. The national Secretary
- d. The Assistant National Secretary
- e. The national Financial Secretary
- f. The national Treasurer
- g. The national Publicity Secretary / Public Relations Officer
- h. Legal Advisor
- i. Ex-officio member - the immediate past National President.

#### B. Board of Directors

- a. Seating national President
- b. Four (4) alumni members elected at the Convention

## Section 2. Terms of Office:

- a. Each officer shall hold office for a term of two years. Officers may serve two consecutive terms in the same office after he/she must sit out one full term before he/she could be elected into the same office again.
- b. Subject to the provisions of these bylaws, an officer of this Association shall remain in office until:
  - i. he/she dies while in the office
  - ii. his/her successor is elected
  - iii. the date his/her resignation from office take effect or
  - iv. he/she is removed from office in accordance with the provisions of these bylaws.

## Section 3. Election of Officers

1. All national officers of UNNPAA shall be elected at the National Convention.
2. The elections shall be conducted by an Electoral Committee of not more than three (3) members appointed by the Board of Directors at least three (3) months preceding the Convention where the elections will be held. No member of the Electoral Committee shall be eligible to contest for any post during the current electoral cycle.
3. Eligibility for Election and Voting into Elective Offices. All members of UNNPAA as defined in Article II Section 2c and 3 of these By-laws, shall be eligible to vote or be voted into any office after one year of membership, except for the first election where this criterion may be waived.
4. The decision of Association's secretariat on membership status shall be final.
5. Candidates for the office of the President and Vice President shall present a vision statement at the Convention. Other candidates may also be required to present a vision statement to the Electoral Committee.

## Section 4. Removal from Office

Removal. Any officer elected or appointed by the Convention may be removed from office by a two-thirds (2/3) majority vote of all members of the Board of Directors whenever, in its judgment, the best interests of UNNPAA would be served thereby.

## Section 5. Resignation of an elected official.

An officer of the association who decides for whatever reason to relinquish his/her position must submit a formal letter of resignation to the executive committee through the president, indicating the effective date. The resignation shall be accepted in writing by the President or someone acting in his capacity on behalf of the executive committee.

## Section 6. Hand over provisions

After an election, all hand over proceedings (physical documents) are to be handed over to the newly elected officials not later than one month after the convention.

## Section 7. Vacancy

The president shall fill any vacancy that occurs before the end of an officer's term by appointing a replacement to serve in the vacant position till a new officer can be elected at the following convention.

## ARTICLE VI

### POWERS AND DUTIES OF NATIONAL OFFICERS

Section 1. The National President. The National President shall:

- i. be chief spokesperson of the Association
- ii. serve as the Executive Director of the association,
- iii. together with the Executive Committee run the day to day affairs of the Association.
- iv. assign duties not specified under this bylaws to national officers and alumni Chapter officers
- v. prepare and present an annual report on the activities of the Association at the National Convention
- vi. serve as ex-officio non-voting member of all appointed committees.
- vii. be one of three signatories on the Association's bank account, together with the treasurer and the secretary.
- viii. carry out such other administrative duties as may devolve on him/her as may be necessary in the interest of the Association
- ix. Appoint members of the standing committees.

Section 2. National Vice President. The Vice President shall:

- i. assist the president in his/her duties
- ii. assume the functions of the president if the president is temporarily unavailable
- iii. assume the position of the presidency if the president is permanently unavailable or incapacitated
- iv. oversee the activities of all national standing committees and report the same to the president
- v. serve as ex-officio non-voting member of all appointed committees
- vi. carry out all other duties that may be assigned from time to time

Section 3. The National Secretary. The national Secretary shall:

- i. see to day to day running of the secretariat
- ii. record minutes at all Executive Committee meetings and distribute the same within two weeks of each meeting

- iii. record minutes of the national convention
- iv. prepare convention minutes and reports and distribute to all alumni Chapters within two months from the date of the last convention
- v. perform all other secretarial duties that the Association may require or deem necessary.
- vi. be one of three signatories on the Association's bank account, together with the treasurer and the president
- vii. have the responsibility for maintaining records and correspondences and recording and distributing minutes of all meetings

Section 4. Financial Secretary. The Financial Secretary shall:

- i. collect all revenues of the Association when due and transfer same to the National Treasurer within one week of collection
- ii. be a member of the Finance Committee
- iii. prepare and present a financial report of the Association's accounts at the Convention
- iv. carry out such other functions as may be assigned from time to time to him/her.

Section 5. The Treasurer. The treasurer shall:

- i. be the custodian of all assets of the Association
- ii. deposit in the Association's bank account all monies of the Association within one week of receipt
- iii. be a member of the Finance Committee and make records available when needed
- iv. disburse the Association funds in accordance with the provisions of these bylaws
- v. prepare up to date reconciliations of the bank statements
- vi. present all necessary reports including bank reconciliations at all Executive Committee meetings and at the national Convention
- vii. Be one of three signatories on the Association's bank account, together with the president the secretary

Section 6. The Publicity Secretary and Public Relations Officer (PRO). The Publicity Secretary and the PRO shall:

- i. be in charge of public and community relations for the Alumni Association
- ii. publicize all programs and meetings of the Association
- iii. be a member of the Research and Publications committee
- iv. gather and sift information on all matters affecting the Association and pass on same to the appropriate organs of the Association
- v. be in charge of all protocol arrangements of the Association
- vi. carry out all other functions as may be assigned to him/her from time to time.

Section 7. Legal Advisor. The legal advisor shall

- i. be a member of the Legal Committee
- ii. provide legal advice on legal issues that do not merit the attention of the whole Legal Committee.

Section 8. Ex-Officio Member. The Ex-Officio member shall be

- i. the immediate past president of the association
- ii. a member of the Executive Committee

## **ARTICLE VII**

### **Auditors**

The Convention shall appoint External auditors. An External Auditor, on the recommendation of the Board of Directors, shall not only review the Association finances and also audit the accounts of the Association annually.

## **ARTICLE VIII**

### **Board of Directors**

The Board of Directors shall ensure that the Association

- i. complies with laws of the State of Georgia and the USA
- ii. complies with regulations guiding non-profit and IRS 501c3 exempt organizations as well as
- iii. interfaces, without contradiction, with the Constitution of the University of Nigeria Alumni Pharmacy Association

Section 1. Directors - Number and Classification. There shall be one national Board of Directors for UNNPAA. The seating national president and four (4) alumni elected by the convention (see Article IV Section 1) shall constitute the Board of Directors of the Alumni Association. All directors must be members of UNNPAA.

Section 2. Board Election and Terms.

The Chairperson of the Board of Directors shall be elected by a majority vote to three- year (3) term by the Board members in attendance at the first meeting of the Board. The board Chair Person may serve for not more than two (2) consecutive full terms after which he/she must step out for, at least, one term.

Section 3. Vacancies. Vacancies that occur for reasons other than expiration of terms of office on account of a member nominated by the Executive Committee shall be filled by a majority vote of the remaining directors at any Board meeting upon the recommendation of the Executive committee. Vacancies that occur on account of alumni

chapter representative shall be filled by a replacement selected and submitted by the remaining chapter presidents. Such a replacement director shall serve the remaining portion of the term of office for which he/she was elected.

Section 4. Board Meetings. The Board of Directors shall meet at least twice annually, one of which must be face-to-face meeting. Special meetings may be called by the Chairperson of the Board, or by the Secretary upon the written request of three (3) directors. Notice of the time, place and subject matter of each regular and special meeting shall be given to each director at least ten (10) days before the meeting date.

Section 5. Quorum. Three (3) directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. Any issues decided on by a majority of the directors present at a meeting at which a quorum is present shall be binding on the Board.

Section 6. Minutes. A complete set of minutes of any regular or special meeting, describing precisely the decisions made and action taken, will be mailed to each director. Such minutes will be reviewed and adopted at the ensuing regular meeting.

Section 7. Parliamentary Procedures. Roberts Rules of Order is the parliamentary procedure to govern Association meetings.

## ARTICLE IX

### Officers of the Board of Directors

Section 1. Number and Qualifications. The officers of UNNPAA Board of Directors shall consist of a Chairperson, Vice Chairperson, Secretary and the Assistant Secretary. These officers shall be elected by the Board of Directors at the first meeting of the Board.

Section 2. Removal. Any officer elected or appointed by the Board of Directors may be removed from office by a two-thirds (2/3) majority vote of all members of the Board whenever, in its judgment, the best interests UNNPAA would be served thereby.

Section 3. Vacancies. Vacancies that occur for reasons other than expiration of terms of office shall be filled by a majority vote of the directors at any Board meeting upon the replacement of the exiting director in the manner specified in Article 8 Section 3 of these bylaws. The replacement director may or may not be elected into the position vacated by director replaced and shall serve the remainder of the term of office of the director replaced.

Section 4. Duties. The duties of the officers of Board of Directors of UNNPAA shall be as follows:

- (a) The Chairperson shall:

- i. preside at all meetings of the Board of Directors
  - ii. perform the usual duties incident to the office and have such other powers and responsibilities as may be delegated by the Board of Directors.
- (b) The Vice Chairperson shall:
- i. have such Association responsibilities and powers as may be assigned by the Board of Directors.
  - ii. in the absence of the Chairperson, the Vice Chairperson presides at the Board of Directors' meetings and is first in order of succession.
- (c) The Secretary shall have responsibility for maintaining records, recording and distributing minutes of all meetings of the Board of Directors.
- (d) The Assistant Secretary shall assist the Secretary with the maintenance of records and reporting as generally directed by the Board of Directors. The Assistant Secretary shall assume the duties of the Secretary in the absence of the latter.

## ARTICLE X

### Standing Committees

There shall be established for the Association the following Standing Committees:

- i. Executive Committee,
- ii. Electoral Committee,
- iii. Membership Committee,
- iv. Fundraising and Projects Committee,
- v. Education Committee,
- vi. Legal committee, and
- vii. Convention Committee

Section 1. Executive Committee. The Executive Committee shall consist of the

- i. President
- ii. Vice President
- iii. Secretary
- iv. Assistant Secretary
- v. Financial Secretary
- vi. Treasurer and
- vii. Immediate past president who serves as an Ex-Officio member.

The president shall serve as the Chief Executive Officer of the Association. The Secretary will serve as Committee Secretary. The president, or his/her designee, and three (3) other committee members shall constitute a quorum. The Executive committee shall appoint the Chairpersons for the standing committees, except the chairperson of the Electoral committee who shall be appointed by the Board of Directors.



The executive committee shall oversee the Convention committee and help the Chapter hosting the convention to raise funds to organize the convention, if or where necessary

Section 2. Electoral Committee. A committee of three members who are not running for any office during that election shall be appointed by the Board of Directors at least 3 months before the Convention in an election year, to oversee and coordinate the nomination of candidates offices to be filled at the convention. Specifically, the electoral committee shall:

- a. Be appointed by the Board of Directors at least 3 months before convention in an election year
- b. Call for nominations of candidates, at least 2 months before the convention in an election year, to fill positions that are or shall become vacant;
- c. Circulate the names of candidates that would have been vetted and found in compliance with all the requirements pertaining to membership in good standing (Article II, Sections 2c & 3) and eligibility for election and voting (Article V, Section 3)
- d. Conduct the election for national officers at the national Convention at which elections are scheduled to be held.

Section 3. Membership Committee. This committee shall:

- i. undertake and support efforts to increase and maintain the size of this Association
- ii. develop, maintain and annually update Membership Directory
- iii. encourage alumni to be members of the closest chapter of the Association
- iv. encourage and facilitate the formation of new chapters around North America

Section 4. Fundraising and Projects Committee

The Fundraising and Projects committee shall:

- i. brainstorm, research and implement ways of effectively raising funds throughout the year
- ii. coordinate all f the Association's fundraising events within the USA
- iii. maintain an accurate and up-to-date database of the financial status of the membership and chapters
- iv maintain an un-to-date database of the Association's investments trust funds donors and sponsors
- v. inform the Association of ongoing collaborative projects involving the faculty
- vi. propose development projects for the to the
- vii. liaise between the Association and the Faculty of Pharmaceutical Sciences for projects undertaken by the Association at the university

## Section 5. Education Committee

The committee shall:

- i. ensure continuous counseling of new Alumni and friends
- ii. encourage members to endow awards, prizes and scholarships to students and
- iii. encourage members to endow research grants to graduate students and faculty
- iv. facilitate exchange programs and/or sabbatical opportunities for students and faculty between the University of Nigeria and universities in the United States of America
- v. publish the Association Newsletter bi-annually
- vi. maintain the Association's website
- vii. identify resources for the Association and the University

## Section 6. Legal Committee

The committee shall:

- i. interpret the bylaws and rule on matters on which the bylaws are silent and such ruling shall be recorded and cited until amended or annulled by the convention by not less than two-thirds majority of the official delegates to the convention
- ii. advise the Association or its organs on legal matters
- iii. investigate all allegations of misconduct referred to it by the Executive Committee or the Board of Directors
- iv. report the findings of its investigations and recommendations to the referring group except in cases of misconduct that involve an Executive officer. In such cases the committee shall report its findings and recommendations to the Board of Directors
- v. carry out all other functions as may be assigned to it from time to time.

## Section 7. Convention Committee

The Convention committee shall

- i. Comprise at least five members, two of which will be members of the national executive committee (including the vice president).
- ii. be chaired by the host Chapter president or Chapter Convention committee chairperson
- iii. Report to the national executive committee
- iv. Develop the theme for the Convention
- v. Plan and organize the convention, through sub-committees, if needed
- vi. Present a report of the convention to the national Executive committee

within three months of the end of a convention. The national executive committee shall distribute the report, after review and approval, to the general membership via e-mail

Section 8. Other Committees. The Executive Committee may, from time to time, create additional standing or ad hoc committees with such powers and duties as may be necessary.

## **ARTICLE XI Amendments to Bylaws**

Section 1. Amendments to Bylaws.

- i. Any part of these bylaws may be amended as the need arises
- ii. Any such amendment shall be made on a motion to that effect, made in writing, being sent to the Executive committee which will send the motion to all the alumni chapters, at least 30 days prior to the national Convention
- iii. The motion shall be seconded by an eligible member
- iv. The president shall present the motion before the Convention for debate
- v. The amendment shall be considered to have been made if the motion is approved by an affirmative vote of at least two-thirds majority of members in good standing at the convention

## **ARTICLE XII DISSOLUTION OF THE ASSOCIATION**

Section 1. Beneficiaries from Dissolution. Upon dissolution of this Association, assets shall be distributed to one or more exempt purposes in line with the meaning of Section 501[c](3) of the Internal Revenue Code (or corresponding future section of any future Federal Tax Code), or shall be distributed to other Nigerian charitable organizations in the United States of America or Nigeria as determined by the membership.

## **ARTICLE XIII MISCELLANEOUS PROVISIONS**

Section 1. Accounts Signatories: There shall be three signatories to the Association's Accounts: The President, the Secretary and the Treasurer. The President's (or Vice President's, if the President is unable to perform this duty) and either the Secretary's or the Treasurer's signatures shall be sufficient for approval of checks and other related notes. The President (or the Vice President), the Secretary and the Treasurer, shall be the sole signatories of all the Association's securities.

Section 2. Requisition for Funds: There shall be an approved requisition process for all requests for funds from the organization's account.

- a. Members must obtain the approval of the relevant committee chair to run any

expenses for which they intend to be refunded. The request must be made on the appropriate form developed for that purpose.

- b. A committee must obtain a pre-approval from the Executive Committee before it can run any expenses on behalf of the organization. If a pre-approved activity or event is about to run over its budget by more than \$500, additional authorization is required from the Executive committee.
- c. Any disbursement in the amount of \$1000 or more requires the approval of the Executive Committee.
- d. The president may authorize an expenditure of less than or equal to \$999 on behalf of the association, provided the president is not the requester. Specifically, the Expense Request form must be properly completed and the requester must not be the same as the person that authorizes payment on the form.

Section 3. Contracts and Bidding. Certain minimum number of bids shall be required before a contract can be awarded. The number of bids depends on the size of the contract as indicated below. All bids shall be submitted, sealed, to the Executive Officers. They shall remain sealed until a specified time when all bids are opened at a meeting of the Executive Officers and the best bid is selected. The best bid may not necessarily be the lowest bid.

\$1-500 - A minimum of one bid

\$501- 2,999 - A minimum of two bids

\$3000 or more - A minimum of three bids

All payments, refunds, and other such transactions made by the Association shall be supported with receipts and other appropriate documents as specified by the Treasurer for accountability purposes.

#### **ARTICLE XIV** **Effective Date of Bylaws**

Section 1. Effective Date. The effective date of the bylaws shall be September 18, 2015.