

PREAMBLE

We, the former students (hereinafter referred to as the old boys) of Dennis Memorial Grammar School (hereinafter referred to as D.M.G.S.), Onitsha, Anambra State, Nigeria, who currently reside in North America;

Convinced that it is the inalienable right of all people to control their own destiny;

Conscious of the fact that selflessness and mutual respect for one another are essential factors for the harmonious existence of an organization;

Cognizant of our responsibility to harness the resources at our disposal in the cause of the progressive development of our alma mater;

Inspired by a common determination to promote understanding among our ranks in response to our aspiration for brotherhood and solidarity, in a larger unity transcending personal differences and interests;

Determined to work in cooperation with brother old boys associations elsewhere to promote the transformation of the physical plant of our alma mater from its current dilapidated state to a more modern facility;

Dedicated to the preservation of the scholarly traditions of our alma mater and its Anglican heritage;

Committed to the support of the welfare of our members who are domiciled in the continent of North America;

Have agreed to the Charter of the Association as set forth in this document.

Chapter I

NAME, PURPOSES AND PRINCIPLES

Article 1 (Name)

This organization shall be called and known as, **D.M.G.S. OLD BOYS' ASSOCIATION OF NORTH AMERICA**, Inc., hereinafter referred to as the **Association**.

Article 2 (Purposes)

The Association shall have the following purposes:

1. To promote the unity and solidarity of all its members;
2. To encourage and support improvements in the condition of the physical plant of D.M.G.S.;
3. To provide assistance to the authorities of the institution in procuring necessary tools for facilitating pedagogic activities;
4. To promote the sustenance of the heritage and traditions of D.M.G.S.;
5. To promote mutual cooperation of members of the association in business and the professions;
6. To promote the welfare of the members and support each other when conditions and events call for such support.

Article 3 (Principles)

All members of the Association, in pursuit of the purposes stated in Article 2, solemnly affirm and declare their adherence to the following principles:

1. The equality of all members;
2. The right of each member to express himself freely without fear of reprisal;
3. Respect for the rule of law and for universally accepted democratic principles in the course of discourse relating to the affairs of the Association;
4. Peaceful settlement of disputes by negotiation, mediation and conciliation;
5. Respect for the decisions of the Association and of its properly constituted governing authority;
6. Affirmation of basic objectivity in all deliberations of the Association.

Chapter II

MEMBERSHIP

Article 4 (Nominal Membership)

All former students of Dennis Memorial Grammar School, Onitsha, Nigeria, who are domiciled in North America, shall be entitled to nominal membership of the Association. Such membership is a privilege automatically accruable to former students by virtue of their having attended D.M.G.S.

Article 5 (Active Membership)

All nominal members who are current with the payment of their annual membership dues shall be considered active members. To be current with payment of membership dues, each member must not owe more than two years arrears in dues.

Article 6 (Honorary Membership)

The status of honorary membership shall be conferrable on D.M.G.S. Old Boys who are otherwise on a temporary visit to North America who choose to participate in the meetings (or other such events) of the Association during their visit. Honorary membership shall also be conferrable on non-old boys who have taken special interest in the affairs of the Association and have made substantial contributions in the advancement of the causes of the Association.

Article 7 (Admission of New Members)

Admission to the membership of the Association is open to all old boys of D.M.G.S. Membership enrollment shall be accomplished when prospective members or other members familiar with their desire to enroll request that they be enrolled. The Secretary of the Association shall be responsible for effecting such enrollment.

Article 8 (Rights and Duties of Members)

All members of the Association shall enjoy equal rights and duties. All members pledge themselves to observe the principles outlined in Article 3 of this Charter.

Chapter III

COMMITTEES

Article 9 (Names of Committees)

Section 1. Names of Standing Committees

The Association shall accomplish its purposes through the following standing committees:

1. Executive Committee
2. Finance and Fund-Raising Committee
3. Program and Project Planning Committee
4. Membership Committee

Section 2. Provisional Committees

In the event that the need arises, the President of the Association shall appoint certain members of the Association to serve on special provisional committees whose object shall be to deal with issues that are not covered by the standing committees indicated in Section 1. At the completion of its function, such provisional committees shall be dissolved.

Section 3. Appointment of Members of the Committees

It shall be the responsibility of the President of the Association to solicit for volunteers to serve on the committees. He shall have the prerogative to appoint members to the committees after giving due consideration to the expressed preferences of members to serve on the committee of their choice.

Article 10 (Functions and Powers of Committees)

Section 1. Executive Committee

1. The Executive Committee shall be the principal administrative organ of the Association.
2. It shall be the chief legislative and policy-making branch of the Association.
3. It shall pass such by-laws as are necessary for its operation by a two-thirds majority vote of its members.
4. It shall, subject to the provisions of this charter, discuss matters of common interest to the Old Boys and D.M.G.S. with a view to harmonizing the general policy of the Association. It may, in addition, review the structure, functions and acts of all the committees.
5. It shall approve the annual budget by a two-thirds majority vote of its members.
6. It shall administer the Association budget and appropriate its funds.

7. The Executive Committee shall be composed of the President, the Vice President/President Elect, the Secretary/Publicity Secretary, the Financial Secretary, the Treasurer, the immediate Past President and the Regional Coordinators.
8. The president shall preside in all meetings of the Executive Committee. In his absence, the Vice President/President Elect shall preside.
9. Two-thirds of the total membership of the Committee shall form a quorum at any meeting of the Executive Committee.

Section 2. Finance and Fund-Raising Committee

1. The Finance and Fund-Raising Committee shall act as the principal budgeting organ of the Association.
2. Such by-laws as are necessary for its operation shall be passed by a two-thirds majority vote of the Executive Committee.
3. It shall investigate and prepare the budget for the following year. The budget and the records of all additional expenditures and appropriations shall be public documents.
4. It shall identify means and ways of enhancing revenues for the Association.
5. The Financial Secretary and the Treasurer shall be ex-officio members of this committee.
6. The Membership, Finance and Fund-Raising Committee shall have not more than five members.

Section 3. Program and Project Planning Committee

1. The Program and Project Planning Committee shall have the responsibility for developing plans for the programs and projects of the Association.
2. It shall assess and prioritize the capital and operational needs of D.M.G.S.
3. It shall identify programs and projects that shall be required for fulfilling these needs.
4. In cooperation with Finance and Fund-Raising Committee and the Executive Committee, it shall develop strategies for implementing the programs and projects.
5. The Program and Project Planning Committee shall have not more than five members.

Section 4. Membership Committee

1. The Membership Committee shall have responsibility for the recruitment of new members and shall compile a directory of all Old Boys in North America.
2. It shall have the additional responsibility of encouraging increased participation of members in all affairs of the Association.
3. The Membership Committee shall have not more than five members.

Chapter IV

OFFICERS OF THE ASSOCIATION

The officers of the Association shall comprise the President, the Vice President/President-Elect, the Secretary/Publicity Secretary, the Financial Secretary, the Treasurer, the Immediate Past President and the Regional Coordinators.

Article 11 (President)

The President shall be the chief executive officer of the Association and an ex-officio member of all committees. He shall be regarded as the leader of and the spokesman for the entire Association. He shall be a voting member of the Executive Committee. At the minimum, he should have a bachelor's degree or its equivalent, be of good character and must be a financially active member of the Association.

Article 12 (Vice President/President-Elect)

The Vice-president shall be the chief assistant of the President and is next in line of succession and authority to him. Upon election, the Vice President assumes the position of President-Elect and thus shall automatically become the President without further election at the end of his term as the Vice President. He shall be a voting member of the Executive Committee. In the absence of the President, he shall assume the role and powers of the President. He shall also be an ex-officio member of all committees. At the minimum, he should have a bachelor's degree or its equivalent, be of good character and must be a financially active member of the Association.

Article 13 (Secretary/Publicity Secretary)

The Secretary/Publicity Secretary shall be the officer in charge of taking minutes of all meetings of the Executive Committee and shall be responsible for keeping records of the Association transactions. In his capacity as the Publicity Secretary, he shall have the responsibility as the Public Relations Officer of the Association. He shall be the publisher and editor of the newsletter and shall be responsible for disseminating information about the Association. He shall have the responsibility of advising members of the schedule of future meetings and events. In his absence, the Financial Secretary shall take minutes of the meeting. He shall be a voting member of the Executive Committee.

Article 14 (Financial Secretary)

The Financial Secretary shall be the chief finance and fiscal officer of the Association and an ex-officio member of the Finance and Fund-Raising Committee. In these capacities, he shall be responsible for budget planning and shall have a good working knowledge of bookkeeping and financial reporting. He shall be required to prepare and publish regularly the financial statement of the Association showing its financial condition. Such publication shall be concurrent with the publication of the Association's

newsletter, such that it is published tri-annually with the newsletter. He shall be responsible for receiving and disbursing moneys on behalf of the Association. To this extent, he shall be responsible for the Accounts Receivable and Accounts Payable and shall transfer all funds to the Treasurer for deposit. In the absence of the Secretary/Publicity Secretary, he shall take minutes of the meeting. He shall be a voting member of the Executive Committee.

Article 15 (Treasurer)

The treasurer shall be the custodian of the funds of the Association and shall receive copies of all financial transactions. He shall have a good working knowledge of bookkeeping and should have a rudimentary knowledge of financial reporting. He shall be an ex-officio member of the Finance and Fund-Raising Committee and a voting member of the Executive Committee. He shall be required to give bond in such sum and with such surety as may be determined by the Executive Committee. The cost of such bond is to be paid by the Association. With the approval of the Executive Committee, he shall employ such secretarial assistance as may be necessary. At the end of the Association's financial year, biennially, he shall engage the services of a Certified Public Accountant (CPA) for the *review, compilation or auditing* of the Association's books. The Association shall pay for expenses incurred for such services.

Article 16 (Immediate Past President)

The Immediate past President shall serve on an advisory capacity to the Executive Committee. He shall act as the chief adviser to the Executive Committee on procedural matters and when disputes arise between various parties he shall act as a mediator. He shall be a non-voting member of the Executive Committee, except that in the case of a tie, he shall be allowed to vote in order to break the tie.

Article 17 (Regional Coordinators)

Regional Coordinators shall act as liaison officers between the Executive Committee and the general membership. They shall maintain contact with members in their regions, ensuring that they are current with the deliberations and activities of the Executive Committee. When necessary, Regional Coordinators shall organize meetings (either by physical participation or by teleconferencing) of old boys in their regions. It will be their responsibility to assist in establishing new chapters of the Association in localities within their regions.

Chapter V

ORGANIZATION

Article 18 (Government)

An Executive Committee whose membership composition shall be as set forth in Article 10 shall govern the Association.

Article 19 (Conventions)

A convention of all members of the Association shall be held biennially at a time and place to be determined by the Executive Committee.

Article 20 (Elections)

Section 1.

The election of the Vice President/President-Elect, the Secretary/Publicity Secretary, the Financial Secretary, the Treasurer and the Regional Coordinators shall be held biennially either at the convention of members as stipulated in Article 19 or by mail (regular or electronic). The Executive Committee shall make decision as to the most convenient method at the time.

Section 2.

Voting shall be by secret ballot.

Section 3.

All elected offices shall be for a term of two years.

Section 4.

There shall not be a limit to the term of all elected offices.

Section 5.

To be eligible for election and to hold office, a member must be in good standing with respect to membership dues and must be of good and reputable character.

Section 6.

The Executive Committee shall determine the means whereby a member may have his name placed on the ballot. It shall also be responsible for providing adequate notice of all upcoming elections to the members of the Association.

Section 7.

A plurality of the vote shall be necessary for the election of all the officers.

Section 8.

In the case of a tie, another election shall be held between the tied candidates immediately after the first election (if the forum for the election were the convention); or within 14 calendar days (if the election were held by mail).

Section 9.

The term of office of newly elected officers shall commence on the first day of January following the year of the election and shall terminate on the thirty-first day of December of the same year.

Section 10.

Consistent with the provisions of Article 9 of this charter, the President shall appoint members to serve on a provisional electoral committee whose role shall be to organize and conduct the elections. This committee, being provisional, shall be dissolved thereafter.

Article 21. Regions

In the interest of administrative convenience and to assure full participation of members in the affairs of the Association, regions shall be established to be contiguous with the boundaries of the main geographical entities in North America. To wit, the Association shall be zoned into six (6) geographical regions as follows:

1. Northeast Region - This shall include the states of Maine, Vermont, New Hampshire, New York, Massachusetts, Connecticut, Pennsylvania, New Jersey, Maryland, Rhode Island, Delaware, West Virginia, Virginia and District of Columbia in the United States.
2. Northwest Region - This shall include the states of Washington, Montana, Oregon, California, Idaho, Wyoming, North Dakota, Nevada, Hawaii and Alaska in the United States.
3. Midwest Region - This shall include the states of South Dakota, Minnesota, Wisconsin, Iowa, Missouri, Kansas, Nebraska, Illinois, Ohio, Indiana, and Michigan in the United States.

4. Southeast Region - This shall include the states of Florida, Kentucky, Tennessee, North Carolina, Georgia, Alabama, and Mississippi in the United States; and the Caribbean (including Puerto Rico) and Bermuda Islands.
5. Southwest Region - This shall include the states of Louisiana, Arkansas, Oklahoma, Texas, New Mexico, Arizona, Utah and Colorado in the United States; and Mexico.
6. Canadian Region - This shall include all Canadian provinces.

Article 22 (Membership Dues)

There shall be a reasonable membership dues established and approved by members of the Association. Membership dues shall be payable in the United States currency (dollar) or its equivalent in other North American currencies. Increase or decrease in the amount of the dues shall be subject to the approval of the Executive Committee by a simple majority vote.

Article 23 (Bank Account)

Whenever a new treasurer is elected and in the event that such new treasurer resides in a different locality from his predecessor, a new account shall be opened for the Association at a bank located where the new treasurer resides. The old bank account operated by his predecessor shall be closed and all funds therefrom transferred to the new account.

Article 24 (Signatories to Accounts)

The President, the Vice President, the Financial Secretary and the Treasurer shall be signatories to the accounts of the Association. However, for the purpose of withdrawal of funds from the Association accounts, two signatures shall be required. The two signatures shall be those of the President and the Treasurer. However, in the absence of the former, the Vice President shall sign and in the absence of the latter, the Financial Secretary shall countersign.

Article 25 (Fiscal Year)

The fiscal year of the Association shall be concurrent with the calendar year and shall commence on 1st January and end on 31st December.

Chapter VI

MISCELLANEOUS PROVISIONS

Article 26 (Signature and Ratification of the Charter)

Section 1.

This charter shall be open for signature of all members of the Executive Committee and shall be ratified by the signatory members in accordance with universally accepted constitutional processes.

Section 2.

The original instrument shall be deposited with the Secretary/Publicity Secretary who shall transmit copies thereof to all the members.

Section 3.

Instruments of ratification shall be deposited with the Secretary/Publicity Secretary, who shall notify all signatories of each such deposit.

Article 27 (Entry into Force)

This Charter shall enter into force immediately upon receipt by the Secretary of the instrument of ratification from two-thirds of the signatory members.

Article 28 (Interpretation of the Charter)

Any question that may arise concerning the interpretation of this Charter shall be decided by a vote of two-thirds of the Executive Committee.

Article 29 (Amendment of the Charter)

This Charter may be amended or revised if any member makes a written request to the President to that effect; provided, however, that the proposed amendment is not submitted to the Executive Committee for consideration until all members have been duly notified of it and a period of one year has elapsed. Such an amendment shall not be effective unless approved by at least two-thirds of the members present at an annual convention.

Article 30 (Seal of the Association)

The corporate seal shall have inscribed therein, the name of the Association and the words, "Corporate Seal - Town, State". Said seal may be altered at the pleasure of the Chapter and may be used by causing it, or a facsimile, or e-mail, thereof, to be impressed, affixed, or otherwise used.

Article 31 (Rules of Procedure)

Sturgis Standard Code of Parliamentary Procedures shall govern the proceedings of this Association unless otherwise provided for in this Article of Incorporation and Charter.

In Faith Whereof, We, the Members of the Executive Committee of D.M.G.S. Old Boys Association of North America, Inc., have signed this Charter.

Ratified by these signatures received October, 1998.

President:	Dr. Ike Michael
Vice President/President-Elect:	Dr. Chuba C. JonNwakalo
Secretary/Publicity Secretary:	Dr. Uchenna N. Akpom
Financial Secretary:	Nnanna Erike
Treasurer:	Samuel Okonkwo
Coordinator Canada	Dr. Emmanuel Abara
Coordinator Northeast	Emcee Arah
Coordinator Midwest	Onyebuchi Offodile
Coordinator South	Okey Akpom
Coordinator West	Nwanneka Anene