

**THE CONSTITUTION AND BYLAWS OF
THE GEORGE WASHINGTON PUBLIC HEALTH
ALUMNI ASSOCIATION
(GWPHAA)**

**Revised & Adopted
May 2008**

CONSTITUTION AND BY-LAWS

ARTICLE I – NAME

The name of this association shall be The George Washington Public Health Alumni Association (GWPHAA).

ARTICLE II – MISSION

The George Washington School of Public Health Alumni Association (GWPHAA) is a volunteer organization made up of School of Public Health and Health Services (SPHHS) alumni. GWPHAA is the voice for alumni as well as prospective graduates. GWPHAA serves as a liaison between alumni of the SPHHS and current students, and engages the alumni and student bodies through networking, social and professional development events, opportunities to give back through philanthropy and community service and connecting the alumni to their alma mater.

ARTICLE III – MEMBERSHIP

The membership of the Association shall be all graduates of the SPHHS.

ARTICLE IV - GOVERNING BODY

The Governing Body of the Association shall be called the Board. It shall consist of the Officers of the Association and at least seven (7) Members-at-Large but no more than twelve (12) Members-at-Large. In addition to the Officers and Members-at-Large, there will be five (5) ex-officio members of the Board (i.e., the Dean of the School of Public Health & Health Services, the Director of the Student Academic and Career Development Services and Medical Center Alumni Programs, Immediate Past-President and the President of the Public Health Student Association (PHSA). Membership on the Board should be distributed amongst the graduating classes to ensure that there is a cross section of those who have graduated from the program.

ARTICLE V - ASSOCIATION OFFICERS

The Association officers shall be: President, Vice President, Secretary and Treasurer.

ARTICLE VI – ORGANIZATION

The organization of the Association shall consist of the Board, the Executive Committee, Standing Committees, Special Committees, the office of the President of the Association, State and Regional representatives and Operating Chapters (if state and regional representatives are designated). State and Regional leaders will be appointed by the President and approved by the Board. Chapters may be organized when the population density of graduates of the program in Public Health at the George Washington University, and local interest in any area, justify such action. Not more than one Chapter may be established in the same general area, for example, a metropolitan area. Each Chapter may establish its internal organization with the principal representative designated as Regional Chair and shall be approved by the Board.

ARTICLE VII – ELECTIONS

- A. Eligibility to Hold Office - Only GWPHAA membership shall be eligible to hold office, serve on the Board, serve on standing committees, or serve as State or Regional Chair.
- B. Methods of Election- All officers and members of the Board shall be elected with the announcement of results of regular elections being made at the annual meeting. A plurality of the active members voting shall elect the officers and Board members. In the event of a tie for any office, the selection shall be decided by a plurality of the members voting at the annual meeting.
- C. Election Process:
 - 1. The President or designee shall present the nomination slate of officers and members-at-large to the Board at least thirty (30) days prior to the annual meeting and will ensure that the candidates are SPHHS graduates or current SPHHS students who will graduate and assume SPHHS alumni status by the Annual Meeting. GWPHAA will receive nominations via email or listserv prior to the annual meeting and as write-ins during the annual meeting.
 - a. The President will call a meeting of the Board for the purpose of reviewing the slate of Officers and Members-at-large. Said meeting will be at the monthly meeting just prior

to the annual meeting of the Association. Said meeting may also be held via conference call.

- b. Elections will be held at the annual meeting and by proxy- there will be no mailed ballots. Voting will be held at the annual meeting, and alumni can also vote online, if available.
2. The ballot will contain an area where additional candidate names may be written. The Secretary will ensure that all nominations of this type are SPHHS graduates or current SPHHS students who will graduate and become new alumni by the date of the Annual Meeting.
 3. Graduates may cast their vote by paper ballot, electronically, if available, or may execute the official proxy authorizing the Parliamentarian or Board designee to vote on their behalf.
 4. Proxies must be received by the Parliamentarian or Board designee at least ten (10) days prior to the annual meeting.
 5. All nominees must meet established criteria: commit to serving the full term of office; demonstrate commitment to the field of public health; live in the metropolitan DC area to serve as Officers (Members-at-Large will not be restricted).
- D. Installation - Officers and Members-at-Large shall be installed at the Annual Meeting after completion of old business and shall assume their duties immediately.
- E. Term of Office
1. Officers - The terms of office for officers shall be one two (2) year term.
 2. Members-at-Large- The term of office for Members-at-Large shall generally be two (2) years, unless elected to fill an unexpired term or for an initial term of less than three (3) years. New Board Members who fill unexpired terms may be asked to serve one year, not to exceed 2 years per term. One third (1/3) of the Board will be elected each year. Members-at-Large may serve two (2) terms not to exceed six (6) consecutive years, and may be elected to an additional term after a minimum of a two (2) year sabbatical from the Board. Vacancies from the Board will be filled after nomination from the President or designee with approval by vote of the Board.

F. Filling Vacancies.

1. President – Should the office of President become vacant before expiration of its term, the Vice President shall assume the role of the President
2. Vice president – If the office of Vice President becomes vacant prior to the expiration of its term, at least two (2) candidates whose names will be submitted and put forward to the Board for an election with the successful candidate serving the remainder of the term vacated.
3. Other Officers and Members-at-Large – Should the office of Secretary, Treasurer or Members-at-Large become vacant prior to the expiration of their term, the President may appoint a successor for the remainder of their term.

ARTICLE VIII - ASSOCIATION COMMITTEES

- A. The Association will consist of a Board, the Executive Committee of the Board, Standing Committees and Special Committees.

The Executive Committee of the Board will consist of the Officers of the Association, the Chairs of the Standing Committees and five (5) Ex-officio members (Dean of the School of Public Health & Health Services, the Directors of the Student Academic and Career Development Services and Medical Center Alumni Programs, and the President of the Public Health Student Association (PHSA).

1. The Executive Committee will meet between Board meetings at least twice a year or as needed and called by the President. The Executive Committee is empowered to act on behalf of the Board and the Association taking actions they deem appropriate until the next regularly scheduled meeting of the Board.

- B. The Association will have four (4) Standing Committees.¹ They are: Community Service, Fundraising, Public Relations and Social, and Professional Development Committees.

1. Community Service Committee – The Community Service

¹ Policies and Procedures Committee- The Policies and Procedures Committee assists in the development of the PHAA infrastructure and ensures that operations of the association are properly executed. The committee guides the Board by drafting and revising policies and procedures as it relates to PHAA activities. The Committee was dissolved in May 2008.

Committee is responsible for planning and implementing service activities that engage alumni and the greater GWSPHHS community. The committee makes recommendations to the PHAA on community service activities. The committee liaises with other committees involved as necessary to promote and/or engage alumni, students and other affiliates.

2. Fundraising Committee – Since PHAA moves transitioned from a dues paying structure to non-dues paying organization, the primary responsibility of the Fundraising Committee is to plan and promote efforts to raise funds for the SPHHS through Special Events and other Major Gifts Solicitations (e.g., the Capital Connection Fund (CCF)).² The committee is responsible for encouraging contributions through direct mail and development efforts; and monitoring the levels of giving. The committee works closely with GW staff in the Office of Advancement in variety of efforts including branding and development.
3. Professional Development Committee –The Professional Development Committee (PD) oversees, develops, and implements activities to engage alumni and current students in activities that encourage academic and career growth..
4. Public Relations and Social Committee – The Public Relations and Social Committee (PRS) develops and implements activities that will increase visibility of and access to PHAA, assists PHAA with the connection between current students and alumni through networking opportunities, website interfacing and liaises with other committees where necessary.
- C. Special Committees may be established by the President and/or as required by the Board to meet the needs of the Association. Ad-hoc Committees will be invoked when necessary.
- D. The President of the Association shall appoint the Chairs of all Standing and Special Committees.
- E. Members of Standing and/or Special Committees may consist of Board Members and/or any other SPHHS graduate. Members will be appointed by the President of the Association.

ARTICLE IX - REMOVAL ACTION

² The Capital Connection provides financial assistance for students to take advantage of off-campus research, internships, conferences and other professional development activities.

- A. Officers and Members-at-Large. Should any Officer or Members-at-Large for any reason fail to satisfactorily discharge their duties or represent/engage in Board meetings and activities, they may be removed from office by a three-fourths (3/4) majority of the Board. All Officers or Members-at-Large will first be given a warning, as discussed and evaluated by the Board. If his/her performance does not improve per the conditions outlined by the Board and agreed upon by the member in question, the Board may remove the individual with three-fourths (¾) vote. The office will be filled according to the applicable paragraph of Article VII. No Officer or Members-at-Large will be removed from office without first having been advised in writing of the basis for the proposed action and afforded the opportunity to show reasonable cause why the removal should not be effected. All notices under this article will be sent within 48 hours of approved action to the Officer's or Members-at-Large's address on file in the Association's office. Upon receipt of the written notice of proposed action, the Officer or Members-at-Large will have thirty (30) days from the date of the notice to submit any and all information to the Board which the Board should consider prior to taking final action. If no information is provided within the aforementioned time period or if the information is received after the deadline_date, then the original vote of the Board will be final.
- B. An Officer, Members-at-Large, or Committee member who has three (3) consecutive unexcused absences from Board or Committee meetings will be considered to have abandoned their position and thus automatically will be referred to the Board to initiate the procedures for removal. For the purposes of this paragraph, an unexcused absence is defined as the lack of notification to the Chair that absence will occur and that the absence is due to conflict with primary employment, other association activities, or illness.
- C. Members. Any member may be removed from the Association for cause by a three-fourths (3/4) majority vote of the Board voting and present at a Board Meeting. No member shall be removed from the Association without being advised in writing of the basis for such action and given the opportunity to address the Board on their own behalf, or to be represented to the Board by their designee. All notices to_members who are being considered to be expelled will be in writing or email, sent within 48 hours of approved action to the mailing address on file in the Association's office. The member will have thirty (30) days from the date of the letter to provide any and all information for the Board's consideration, as well as notify the Board of their or their representative's intention to address the

Board. If information is not received within the time frame noted above, the Board will take this as evidence of the member's acceptance of the proposed action. Information received after the aforementioned period will not be considered and the Board action will be implemented. Upon receiving notice of a member's intent to address the Board, the Board Chair will call a special meeting of the Board within 45 days and notify the member of the time and location of the meeting.

ARTICLE X - RESIGNATION PROCESS

- A. Officers, Members-at-Large, or Committee Members who find themselves unwilling or unable to continue to function in their respective roles within the Board due to professional or personal factors may resign from the Board by submitting their resignations in writing to the President. Subsequent to receipt of written notification, the President will conduct an exit interview with the Officer or Member.**

ARTICLE XI – MEETINGS

- A. Rules of Conduct of Meetings- All meetings will be conducted in accordance with Robert's Rules of Order (Newly Revised).
- B. Annual Meeting. The Association membership will meet annually at the Annual Conference of the American Public Health Association (APHA), at a place designated by the President.
- C. Special Meetings - Special meetings of the membership may be called or authorized by the President upon written, electronic, or telephonic notification to the membership at least thirty (30) days prior to the date of the special meeting. Notification must include the time, date and place of the special meeting and the subjects to be discussed. Such special meetings will be called under the following conditions:
 - 1. When in the judgment of the President, questions have arisen that require policy or financial decisions of the membership.
 - 2. When the President is petitioned to call a special meeting by fifteen percent (15%) or more of the membership.
- D. Attendance- All annual and special meetings of the Association are open to the membership. If an action is called to a vote, the members present, at the time of the meeting, will be eligible to vote.

- E. Actions That May Be Taken at Meetings- Any question necessitating referral to the membership pursuant to provisions of this Constitution and its Bylaws, for policy or financial decisions of the membership, may be acted upon at any annual or special meeting. However, only subjects for which special meetings were called, will be considered at special meetings. A majority vote of active members eligible to vote and present shall determine the action to be taken on the questions concerned, except as indicated in Articles X, XI, & XIII.
- F. Meetings of Association's Board -The Board shall meet throughout the year as established at the Board's retreat with a minimum of at least two (2) times a year: once prior to the annual conference of the APHA and once in Washington, DC in conjunction with the SPHHS Public Health Week.

Meetings of the Executive Committee of the Board -The Executive Committee may meet in between regularly scheduled Board meetings to ensure that the Board's and Association's objectives are progressing as planned and to address those items which need resolution between Board meetings. The Executive Committee will meet at a minimum of two times a year. The President of the Board may call additional Executive Committee meetings based on the business needs of the Association. Additional meetings may be held via teleconference.
- H. Quorum. One-Half (1/2) of the membership of the Board and the Executive Committee shall constitute a quorum.
- I. Conference Call/E-mail. If matters arise that require a decision by the Board and/or the Executive Committee, and it is not feasible for the Board or the Executive Committee to meet, the question may be resolved by conference call or e-mail.
- J. A Parliamentarian or a neutral party consultation will be called upon as needed by the President.

**ARTICLE XII - RESPONSIBILITIES OF ASSOCIATION OFFICER'S,
MEMBERS-AT-LARGE'S AND CHAIR'S OF STANDING COMMITTEES**

- A. President
 - 1. Direct the activities of the Association, consistent with the purposes, policies and procedures set forth in the Constitution and the Bylaws, and with the operational policies promulgated by the Board.

2. Cause to develop annually for the alumni the following:
 - a. A President's report including program plans, such as the strategic plan.
 - b. A Treasurer's report of actions taken and an income and expense statement.
 - c. Access to a regularly updated directory of known alumni, together with addresses and position titles and organizational affiliation when possible.
 - d. A report from the Board.
 3. Call and preside over meetings of the GWPHAA Board.
 4. Delineate responsibilities and assign duties to members of the Association's Board and to other members of the Association. The President shall be an ex-officio member of all committees.
 5. Appoint and oversee all Board Committee Chairs.
 6. Continuously review and solicit future membership for the board.
- B. Vice President
1. Preside over meetings in the absence of the President.
 2. Assume the responsibilities of the President if the office of the President becomes vacant prior to its normal date of expiration.
 3. Perform such duties as may be assigned by the President.
- C. Secretary
1. Approve and authenticate the minutes of proceedings of the Annual and special meetings of the membership and meetings of the Board.
 2. Keep or cause to be responsible for the writing and emailing, and mailing of official correspondence.
 3. Ensure all meeting notices are sent out promptly.

4. Ensure minutes are recorded and distributed of all Executive Committee, Board, Annual meeting and Special meetings.
5. Record and certify all votes of the Executive Committee the Board, Annual and Special meetings of the membership.
6. Liaise with web designer to ensure that the information on the Alumni website is accurate.
7. Perform such other duties as may be assigned by the President.

D. Treasurer

1. Accept custody of, and be responsible for, funds of the Association.
2. Keep or cause to be kept adequate and correct accounts of all financial transactions of the Association.
3. Render to the Board and membership an account of all financial transactions.
4. Present to the Board and subsequently to the membership the quarterly budget and income and expense report.
5. Perform such other duties as may be assigned by the President.

E. Members-at-Large

1. Represent the views of the general membership at meetings of the Board.
2. Perform such other duties as may be assigned by the President.
3. Vote as part of the quorum on issues at board meetings, annual meetings and special meetings.

F. Immediate Past-President

1. Perform advisory role to the Board.
2. Co-represent the Board at various functions.

G. Ex-Officio Members

1. Provide input and guidance to the Board.

2. Act as a liaison between the Board and various departments of the SPHHS.
 3. Co-represent the Board at various functions.
- H. Chairs of Standing Committees
1. Perform those duties inherent to the responsibility of planning and implementing the programs of their respective committees according to the charge given to them by the Board.
 2. Present to the Board on a monthly basis the events of the committee and issues of significance that are relevant to the Board.
- I. GWPHAA President's Prerogatives
1. All issues and functions related to the GWPHAA not specifically addressed in the Constitution and Bylaws are deferred to the President.

ARTICLE XIII - RATIFICATIONS AND AMENDMENTS

- A. Ratification - This Constitution shall become effective upon ratification by a two-thirds (2/3) majority of the membership voting at an Annual or Special Meeting or by a two-thirds (2/3) majority of membership voting through proxies or electronic communication.
- B. Amendment - This Constitution may be amended and shall become effective by a two-thirds (2/3) majority of the membership voting at an Annual or Special meeting or by a two-thirds majority of membership voting through proxies or electronic communication. Amendments to this Constitution may be proposed by the President or any voting member of the Board. The Bylaws shall be thoroughly reviewed for appropriate amendments by the Board annually, and when directed by the President.