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[illegible]

Part VOther Information (Note the statement requirements in the instructions for Part V.)		Yes	No		
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33	No		
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes 	34	Yes		
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T				
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033 (e) notice, reporting, and proxy tax requirements?	35a	No		
b	If "Yes," has it filed a tax return on Form 990-T for this year?	35b			
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	36	No		
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions  <table><tr><td>37a</td><td>0</td></tr></table>	37a	0		
37a	0				
b	Did the organization file Form 1120-POL for this year?	37b			
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . .	38a	No		
b	If "Yes," complete Schedule L, Part II and enter the total amount involved	38b			
39	Section 501(c)(7) organizations. Enter				
a	Initiation fees and capital contributions included on line 9	39a			
b	Gross receipts, included on line 9, for public use of club facilities	39b			
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911  0 , section 4912  0 , section 4955  0				
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b	No		
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . .  0				
d	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization  0				
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	No		
41	List the states with which a copy of this return is filed  _____				
42a	The organization's books are in care of  Rick N Whitfield Telephone no  (910) 962-3383 601 South College Road Located at  Wilmington, NC ZIP + 4  28403				
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country  _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .	42b	No		
c	At any time during the calendar year, did the organization maintain an office outside of the U S ? If "Yes," enter the name of the foreign country  _____	42c	No		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 —Check here  and enter the amount of tax-exempt interest received or accrued during the tax year <table><tr><td>43</td><td></td></tr></table>	43			
43					
44	Did the organization maintain any donor advised funds? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	44	No		
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? <i>If "Yes", Form 990 must be completed instead of Form 990-EZ.</i>	45	No		

Part VI

Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.
All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

46	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	Yes	No
47	Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		No
48	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		No
49a	Did the organization make any transfers to an exempt non-charitable related organization?		No
49b	If "Yes," was the related organization a section 527 organization?		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				

50(f) Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None "

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		

51(d) Total number of other independent contractors each receiving over \$100,000

Please Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	Signature of officer		Date	
Paid Preparer's Use Only	Preparer's signature		Date	Preparer's identifying number (See instructions)
	Firm's name (or yours if self-employed), address, and ZIP + 4		Check if self-employed	EIN
	Phone no			
May the IRS discuss this return with the preparer shown above? See instructions				

SCHEDULE A

(Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public
Inspection

Name of the organization The Alumni Association of the University of North Carolina at Wilmington	Employer identification number 58-1385518
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1

☐

A church, convention of churches, or association of churches **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state

- 5

☒

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☐

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)
- 9

☐

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety See**section 509(a)(4).**
- 11

☐

An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Other
- e

☐

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)
- f

☐

If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box
- g

☐

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i)

a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?
- h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in IRC 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	27,996	129,616	108,787	18,661	13,849	298,909
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	27,996	129,616	108,787	18,661	13,849	298,909
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public Support. Subtract line 5 from line 4						298,909

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	27,996	74,455	108,787	18,661	13,849	298,909
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	79,183	74,455	25,123	45,494	41,839	266,094
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income (Explain in Part IV) Do not include gain or loss from the sale of capital assets		1,000		1,819	1,110	3,929
11 Total support (Add lines 7 through 10)						568,932
12 Gross receipts from related activities, etc (See instructions)					12	156,469

13 First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here

☐

Section C. Computation of Public Support Percentage

14 Public Support Percentage for 2009 (line 6 column (f) divided by line 11 column (f))	14	52 540 %
15 Public Support Percentage for 2008 Schedule A, Part II, line 14	15	40 620 %

16a 33 1/3% support test—2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

☒

b 33 1/3% support test—2008. If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

☒

17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b and line 14 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

☒

b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a and line 15 is 10% or more, and if the organization meets the "facts and circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts and circumstances" test The organization qualifies as a publicly supported organization

☒

18 Private Foundation If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

☒

Part IIISupport Schedule for Organizations Described in IRC 509(a)(2)
(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3Gross receipts from activities that are not an unrelated trade or business under section 513						
4Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5The value of services or facilities furnished by a governmental unit to the organization without charge						
6Total. Add lines 1 through 5						
7aAmounts included on lines 1, 2, and 3 received from disqualified persons						
bAmounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
cAdd lines 7a and 7b						
8Public Support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9Amounts from line 6						
10aGross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
bUnrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
cAdd lines 10a and 10b						
11Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13Total support (Add lines 9, 10c, 11 and 12.)						
14First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage

15Public Support Percentage for 2009 (line 8 column (f) divided by line 13 column (f))	15	
16Public support percentage from 2008 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

17Investment income percentage for 2009 (line 10c column (f) divided by line 13 column (f))	17	
18Investment income percentage from 2008 Schedule A, Part III, line 17	18	
19a33 1/3% support tests—2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization		
b33 1/3% support tests—2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization		
20Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions		

Part IV

Supplemental Information. Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. See instructions

Additional Data

Software ID:

Software Version:

EIN: 58-1385518

Name: The Alumni Association of the University of North Carolina at Wilmington

Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Marcus Smith 601 South College Road Wilmington, NC 28403	Chair 1 00	0	0	0
Sandra McClammy 601 South College Road Wilmington, NC 28403	Vice Chair 1 00	0	0	0
Trudy Maus 601 South College Road Wilmington, NC 28403	Secretary 1 00	0	0	0
Gayle Hayes Woodcock 601 South College Road Wilmington, NC 28403	Treasurer 1 00	0	0	0
Jason T Wheeler 601 South College Road Wilmington, NC 28403	Past Chair 1 00	0	0	0
Melissa Kennedy 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Melissa Blackburn-Walton 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Susan Chandler 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Kandice Kelley 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Cynthia Lauren Scott 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Aaron Whitesell 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Crystal Danford 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Drusilla P Farrar 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
D Neal Leeper 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Samona Taylor 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
James R Carroll 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Jeff Hogan 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Wallace West 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
John W Baldwin 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Shanda Bordeaux 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
J Carl Dempsey 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Robert S King 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
James C Stasios 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0
Edward Vosnock 601 South College Road Wilmington, NC 28403	Board Member 1 00	0	0	0

TY 2009 Grants and Similar Amounts Paid Schedule

Name: The Alumni Association of the University
of North Carolina at Wilmington

EIN: 58-1385518

Item No.	1
Class of Activity	Scholarship Funding
Donee's Name	University of North Carolina at Wilmington
Donee's Address	601 S College Road Wilmington, NC 28403
Amount (FMV)	10,617
Purpose of Payment to Affiliate	
Relationship	Beneficiary
Description	
Book Value	
How BV Determined	
How FMV Determined	
Date of Gift	2010-03

TY 2009 Other Assets Schedule

Name: The Alumni Association of the University
of North Carolina at Wilmington
EIN: 58-1385518

Description	Beginning of Year Amount	End of Year Amount
Pledges Receivable	2,868	1,507

TY 2009 Other Changes in Net Assets Schedule

Name: The Alumni Association of the University
of North Carolina at Wilmington
EIN: 58-1385518

Description	Amount
Unrealized Gains	33,671

TY 2009 Other Expenses Schedule

Name: The Alumni Association of the University
of North Carolina at Wilmington

EIN: 58-1385518

Description	Amount
Insurance	1,520
Non-fundraising Event Expense	38,983
Miscellaneous	141

TY 2009 Other Revenues Schedule

Name: The Alumni Association of the University
of North Carolina at Wilmington
EIN: 58-1385518

Description	Amount
Royalties	32,287
Miscellaneous Revenue	1,110

**CONSTITUTION AND BYLAWS
OF THE ALUMNI ASSOCIATION
OF THE UNIVERSITY OF NORTH CAROLINA WILMINGTON**

ARTICLE I - NAME

The organization shall be known as The University of North Carolina Wilmington Alumni Association, Inc., herein referred to as the UNCWAA (the Association).

ARTICLE II – PURPOSE

The purpose of the Association shall be to promote and encourage fellowship and friendship among its members; to foster goodwill on the part of its members and others toward continuing to participate in the growth and development of the University of North Carolina Wilmington; and in general, to assist in the evaluation of institutional effectiveness and to carry out projects and services as the Association adopts.

ARTICLE III - MEMBERSHIP

- (a) The membership shall consist of all graduates of the University of North Carolina Wilmington (or its predecessor, Wilmington College); or individuals who have completed any academic credit.
- (b) Active members are those members who contribute a minimum of \$25 annually to the Alumni Association and/or the University Annual Giving Program.
- (c) Associate (non-voting) members include members of the faculty of UNCW who do not otherwise qualify as members of the Association, full-time university administrative officers, UNCW honorary degree holders, honorary life-time members, parents, and friends who regularly support UNCW.

ARTICLE IV - MANAGEMENT

- (a) The fiscal year of the Association shall commence July 1 and end June 30.
- (b) The direction of the affairs of the Association shall be vested in a Board of Directors. This Board shall be comprised of no more than 21 directors at large in addition to the Association's Executive Director and one (1) active member from each chartered Chapter.

Additionally, the membership of this Board will include those individuals elected as Honorary Lifetime Members.

- (c) The voting members of the Board shall be the officers, the elected directors-at-large, and a director from each chartered chapter.
- (d) The Chancellor of the university, the Vice Chancellor for University Advancement and the Association's Executive Director shall be non-voting ex-officio members of the Board of Directors.
- (e) The president of the student body, the president of the senior class, and a representative from Student Ambassadors shall be non-voting ex-officio members of the Board of Directors during their year in office.
- (f) The Executive Director of the Seahawk Club shall be a non-voting ex-officio member of the Board of Directors.
- (g) In the event of a vacancy of any members of the Board of Directors, the Executive Director will recommend to the Board of Directors for approval a replacement to fill the vacancy and complete the unexpired term, if any, at the next Board meeting.
- (h) A quorum for transaction of business at any regular or special meeting of the Board shall consist of 50% plus 1 voting members of the Board.
- (i) The Alumni Association will offer a scholarship(s) program to include awarding of undergraduate, graduate, and athletic scholarships to students that meet the designated criteria. Award amount and renewal status will be based on award/gift agreements.
- (j) The Executive Director will develop a schedule of Alumni programming and an annual budget for the operations of the Association to be endorsed by the Board of Directors.
- (k) The Alumni Fund Account will be subject to review and auditing by both the Alumni Association Executive Committee and the UNCW audit system.
- (l) The Alumni Fund will consist of restricted and unrestricted categories. All restricted gifts will be applied toward the donor's request.
- (m) It is the responsibility of the Executive Director to execute the Association's budget as approved by the Board of Directors.

ARTICLE V - OFFICERS

- (a) The officers shall be chairman, vice chairman, secretary, treasurer and immediate past chairman. Terms of office shall coincide with the University's fiscal year of July 1 - June 30.
- (b) The Chairman shall not serve more than two consecutive one (1) year terms of office (except the unexpired term of his/her predecessor, if any); shall preside at meetings of the Board and the Association; shall have general supervision over the activities of the Association in carrying out the objectives, goals, and policies of the Association; shall appoint members of all committees, and perform other duties as may be assigned by the Board of Directors.
- (c) The Vice Chairman shall not serve more than two consecutive one (1) year terms of office, and shall preside at all meetings of the Board and Association from which the Chairman is absent. The Vice Chairman shall verify that all serving board members are in good standing according to the bylaws.
- (d) The Secretary shall not serve more than two consecutive one (1) year terms of office; shall keep a record of the minutes and attendance of all Board meetings; and shall prepare a copy of said minutes to be sent to all officers and members of the Board.
- (e) The Treasurer shall not serve more than two consecutive one (1) year terms of office and shall serve as counsel to the Executive Director in the Association's financial matters. UNCW serves as the fiscal agent for the association.
- (f) The fiscal agent will disburse funds as directed by the association while taking proper vouchers for such disbursement. The fiscal agent will report to the board as requested by them a proper account of all transactions. The fiscal agent will function according to the policies of the board. The fiscal agent may receive such compensation for services as may be mutually agreed upon by the board and the agent. The board may also elect to seek an outside financial advisor and when appropriate compensate that individual for their services. The fiscal agent will keep in a permanent record belonging to the association full and accurate account of all receipts and disbursements related to such assets. The fiscal agent will deposit monies, securities or other valuable effects in the name of the association in such depositories as may be designated for the purpose of the association.
- (g) The Director of Alumni Relations shall be the Association's Executive Director; shall be a regular member of the staff of The University of North Carolina Wilmington and, thus, will be selected in the usual manner prescribed by the University; shall be responsible for the operation of the Alumni Relations Office and its functions; shall have general supervision over the activities of the Association while carrying out the objectives, goals, and policies of the Association; shall be in charge of securing space for meetings, notifying members, and shall attend all meetings of the Board of Directors and the Alumni

Association and serve as advisory to the Board.

- (h) In the event of death or resignation of an officer other than the Chairman, the Board of Directors shall elect a member to serve out the remaining term. In the event that chairman is unable to fulfill his term, the Vice Chairman shall assume his duties and serve out the remaining term.

ARTICLE VI - ELECTIONS

- (a) Elections are the responsibility of the Association's Executive Director. Nominations will be sought throughout the year and will be discussed within the Association's Executive Committee for presentation to the full board for vote. Directors-at-large will be limited to serving a maximum of three (3) consecutive three (3) year terms. Upon completion of three consecutive terms, a Board member must leave the Board for a minimum of two (2) years before seeking re-election to the Board. Nominations must be turned in to the UNCW office of alumni relations at least 14 days prior to a quarterly meeting for consideration. All nominees to the board membership shall be approved by the members of the Board by a simple majority vote at a regular or called meeting.
- (b) The Executive Director will seek the counsel of the Executive Committee in presenting a slate of new officers to the full board for a vote for the office of chairman, vice chairman, secretary and treasurer at the 4th quarter meeting.
- (c) The Executive Committee in consult with the Executive Director will be responsible for considering candidates for the status of "Honorary Lifetime Membership" to the board. This honor is limited only to select individuals who have exhibited the highest exceptional service to the Board of Directors. This honor is not an annual award and is only appropriate when so deemed by the Committee and the Executive Director.

ARTICLE VII - COMMITTEES

- (a) There shall be the following standing committees:
 - 1. Events: assist the alumni relations staff in the execution of alumni events including but not limited to homecoming, awards program, socials, mixers and alumni engagement events.
 - 2. Awards and Scholarships: select the Alumnus/Alumna of the Year, Citizen of the Year, Young Alumni of the Year from the pool of applicants, and the recipients of Alumni Association Scholarships.
 - 3. Executive Committee: consisting of the Chairman, Vice Chairman, Secretary,

Treasurer and Immediate Past Chairman will serve as counsel to the Executive Director in the oversight of the general affairs of the association including financial matters.

- (b) In addition to the committees for which specific provisions are made in this Constitution, special committees may be appointed by the Chairman of the Board as deemed necessary.
- (c) The Executive Committee shall have the authority of the board in the management of the business of the corporation between meetings of the board; including the power to authorize the making and altering of investments.

ARTICLE VIII – CHARTERED CHAPTERS

- (a) A Chartered Chapter of the UNCWAA has an established by-laws and charter approved by the UNCWAA Board of Directors and the Executive Director of the Alumni Association
- (b) A Chartered Chapter must have a board consisting of, but not limited to a president, vice-president and a secretary. They must have a designated individual to serve as chapter representative on the Alumni Board of Directors. The chapter representative is a voting member of the Board of Directors and must adhere to the all requirements of the UNCWAA as a Board member. All Chapter Board members' terms are to be regulated by the respective established Chapter Bylaws, but shall not exceed three (3) years

ARTICLE IX - CHAPTER AFFILIATES

Requests by alumni constituent groups to establish chapter affiliates, must meet the following criteria for consideration by the Board of Directors:

- (a) Every chapter affiliate recognized by the Alumni Association must be affiliated with the University of North Carolina Wilmington in an academic or geographical nature or by special interest to the university.
- (b) The Alumni Association shall make the final decision to recognize and charter chapter affiliates as part of the Alumni Association. All chapter affiliates recognized by the Alumni Association must adhere to a standard set of by-laws established by the association.

ARTICLE X - ASSOCIATION MEETINGS

- (a) The Association's Board of Directors will have four (4) quarterly meetings annually to be determined by the Executive committee.
- (b) One quarterly meeting per year shall be open to the public. Preference will be given to the 3rd quarter meeting.
- (c) Executive Committee meetings will be called as necessary, by the Chairman of the Board or the Association's Executive Director.
- (d) Board members shall notify the office of alumni relations a minimum of 4 days prior to a quarterly meeting for an excused absence. Excessive absences from board meetings, as determined by the Executive Committee shall be cause for consideration for dismissal from the board.

ARTICLE XI - AMENDMENTS

The Constitution and Bylaws may be amended by the vote of at least two-thirds (2/3) vote at a quarterly meeting, provided there is a quorum and the substance of the proposed amendment(s) has been brought to the attention of the Board of Directors at least twenty (20) days prior to the meeting.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The Rules contained in the current edition of *Robert's Rule of Order, Newly Revised* shall govern the board in cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the association may adopt.

ARTICLE XIII - MISCELLANEOUS PROVISIONS

- (a) In the event of dissolution, the residual assets of this Association will be turned over to one or more organizations which themselves are exempt organizations described in sections 501(c)(3) and 170(c)(3) of the Internal Revenue Code or the corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.
- (b) Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States internal revenue law or (b) a corporation,

contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or any other corresponding provision of any future United States internal revenue law.

- (c) The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code and in general to aid and assist the university.
- (d) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions, in furtherance of the exempt purposes of the corporation.

ARTICLE XIV - EFFECTIVE DATE

This Constitution shall become effective upon its adoption by the Board of Directors of the Alumni Association of the University of North Carolina Wilmington.

Effective: May 2, 2010

Chairman: [Signature] Date: 5/2/2010

Secretary: Judy Owen Hays Date: 5/2/10

Revised 05/2/20010