

# **NATIONAL DROPOUT PREVENTION NETWORK BYLAWS**

## ***SECTION I. TITLE AND SERVICE AREA***

### **ARTICLE 1.01. TITLE**

The title or name of the organization shall be the National Dropout Prevention Network, hereafter referred to as the National Dropout Prevention Center/Network (Center/Network or NDPC/N).

## ***SECTION II. PURPOSE AND SERVICES***

### **ARTICLE 2.01. PURPOSE**

The purpose of the Center/Network shall be to provide, on a membership basis, information and professional experiences for educators and other interested individuals involved in efforts to reduce America's school dropout rate.

### **ARTICLE 2.02. SERVICES**

Activities and services provided by the Center/Network shall include, but not be limited to:

- periodic publications dealing with topics of interest and relevance to school dropout prevention efforts such as systemic changes in schools, innovative and successful school dropout prevention programs, opinions by leaders in the field, legislative initiatives, activities of related organizations and upcoming events.
- workshops, institutes, and conferences, including one national conference per year.

## **SECTION III. MEMBERSHIP**

The Center/Network members shall be guided by:

### **ARTICLE 3.01. ELIGIBILITY**

Membership will be open to any individual or organization interested in dropout prevention.

### **ARTICLE 3.02. FEES**

Levels of membership, membership fees, and benefits of membership shall be established by the Network Board.

## ***SECTION IV. OFFICERS AND COMMITTEES***

### **ARTICLE 4.01. BOARD AND OFFICERS**

The Board shall consist of not less than 25 members, representing groups listed in the Mission Statement, shall be appointed by the Network Board. Board members shall serve a term of three (3) years. Terms of office shall commence on January 1 following election. The Executive Director of the National Dropout Prevention Center shall serve as a member of the Board.

The Board shall elect from its membership the following officers to serve terms of two (2) years: Chair, Vice Chair, Secretary, and Treasurer. The immediate past Chair of the Board shall serve as a member of the Board. The officers, past Chair, and Executive Director shall constitute the Center/Network Executive Committee.

Should a vacancy occur on the Board, the Board may invite a Network member to serve in that vacancy.

The Board shall be empowered by the Network to conduct business on behalf of the Network and the officers may conduct official Center/Network business when assigned by the Chair.

#### **ARTICLE 4.02. STANDING COMMITTEES**

Committees shall be appointed by the Chair and shall include a Nominating Committee and an Audit Committee.

#### **ARTICLE 4.03. SPECIAL COMMITTEES**

Special committees may be appointed by the Chair as needed.

### ***SECTION V. POWERS OF BOARD AND DUTIES OF OFFICERS AND SPECIAL COMMITTEES***

All of the powers, duties, and objectives of the Center/Network shall be possessed and may be exercised by the Board or the Executive Committee.

#### **ARTICLE 5.01. DUTIES OF OFFICERS**

It shall be the duty of the Chair to serve as the principal officer of the Center/Network, to preside at all meetings, to appoint and charge all standing and special committees, to represent the Center/Network to the public and various organizations and agencies, to prepare meeting agendas, and to perform other related duties as may be assigned by the Board.

It shall be the duty of the Vice Chair to assist the Chair in fulfilling the responsibilities of that office and to serve as Chair in absence of the Chair.

It shall be the duty of the Secretary to review and certify the minutes of meetings of the Board and the Network. The official records of the Network will be maintained by the Executive Director.

It shall be the duty of the Treasurer to review the preliminary annual budget of the Network prepared by the Executive Director and to chair the Audit Committee.

## ***SECTION VI. MEETINGS***

### **ARTICLE 6.01. MEETING OF THE NETWORK**

The Center/Network shall hold an Annual Business Meeting each year, and on a date and at a place selected by the Board, for the announcement of members of the Board, and for organizational purposes.

Special meetings of the Center/Network for stated purposes may be called by the Chair or by the Executive Director. The Board Chair shall mail or deliver written notice of each annual or special meeting to each Network member not less than 30 days prior to each meeting. Notices of special meetings shall state the purpose and by whose authority the meeting was called.

### **ARTICLE 6.02. MEETING OF BOARD**

The Board shall provide by its own rule for any regular or special meeting it deems necessary. The Board Chair shall mail or deliver written notices of any regular meeting of the Board or Officers at least seven (7) days prior to said meeting.

### **ARTICLE 6.03. QUORUM**

A quorum for any meeting of the Center/Network shall be a majority of the members present and voting. For the Board a quorum shall be no less than nine (9).

### **ARTICLE 6.04. RULES OF ORDER**

The rules contained in *Roberts Rules of Order* Revised shall govern in all meetings where they are consistent with these Bylaws and the intent and objectives of the Center/Network.

## ***SECTION VII. FINANCIAL PROVISIONS***

The Network is affiliated with the National Dropout Prevention Center, located at Clemson University. All Network funds will be placed in the operating fund of the National Dropout Prevention Network and disbursed in accordance with the Center/Network annual agreement approved by the Network Board.

The Executive Director of the National Dropout Prevention Center shall provide the Chair and Treasurer with an annual summary of Network activities. An annual budget shall be approved by the Board. A yearly financial summary shall be provided and a financial summary shall also be provided the Center/Network membership at the annual Business Meeting of the Network.

## ***SECTION VIII. PERSONNEL***

## **ARTICLE 8.01. NETWORK OPERATIONAL MANAGEMENT**

The Executive Director of the National Dropout Prevention Center shall have responsibility for the overall active business operations of the Center/Network; shall monitor the work to be done; and shall sign all reports and recommendations to be provided to the Network Chair and/or Board.

## **ARTICLE 8.02. PERFORMANCE EVALUATION**

The Board will conduct an annual review of the Network management actions performed by the Executive Director.

### ***SECTION IX. AMENDMENT PROCEDURES***

These Bylaws may be amended only in accordance with the following procedure:

## **ARTICLE 9.01. RESOLUTION APPROVING AMENDMENTS**

A resolution approving the form of such proposed amendment shall be adopted by the Board at least 15 days in advance of the next Business Meeting of the Center/Network.

## **ARTICLE 9.02. ADOPTED AMENDMENT**

Such proposed amendment shall be presented at the next Business Meeting and be considered as moved and seconded for adoption. Such amendment shall be deemed adopted upon receiving the affirmative vote of a majority of the members present at such meeting.

### ***SECTION X. INCORPORATION***

The National Dropout Prevention Network will be incorporated under the laws of South Carolina as an eleemosynary corporation. The purpose of the corporation as expressed in the charter will be that given in Article 2.01 of the Bylaws, but the operations of the Network will be restricted as follows:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations impacting at-risk youth which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the federal, state, and local government for exclusive public purpose.

Notwithstanding any other provision of this charter, 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 sections 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions of which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue law.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law.

***SECTION XI. SEVERANCE CLAUSE***

These Bylaws were ratified at a meeting of the Board on June 25, 1987, at the Aspen Institute of Humanistic Studies, Wye Woods Conference Center, Queenstown, Maryland. The invalidity of any section, article, or provision of these Bylaws shall not invalidate any other section, article, or provision thereof.

Adopted June 15, 1987  
Revised March 28, 1988  
Revised October 17, 1988  
Revised March 26, 1990  
Revised April 16, 1991  
Revised March 6, 1994  
Revised March 18, 1995  
Revised November 10, 1997  
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