

**N A A Q S E**



**National Alumni Association of Queen's School Enugu USA, Inc.  
(NAAQSEUSA)**

**BY-LAWS/CONSTITUTION**

**Preamble**

Individually aware of the responsibilities and obligations we each assume as members of this association, in the discharge of public trust vested in us, and collectively cognizant of the growing need for the promotion of our common interests as the first generation organized association of Old Girls from the Alma Mater Queen's School Enugu residing in the Americas, and for service to our Old School and the public as well as others by which the protection of our unique needs, culture and sensibilities may be furthered and preserved, while maintaining the highest standards of conduct, and without compromising the practical ideals of personal and family affiliations, ***WE, the members of the National Alumni Association of Queen's School Enugu USA, Inc. (NAAQSEUSA)*** do institute and inaugurate this Old Girls' Association, to be governed, consistent with the rules and regulations of the state where the association is registered, in accordance with the rules hereinafter promulgated.

**Article 1: Name and Principal Office**

**Section 1.  
Name**

1.1 There shall be an association known as **National Alumni Association of Queen's School Enugu USA, Inc. (NAAQSE-USA)**

**Section 2.  
Principal Office**

1.2 NAAQSE-USA is a Texas-based Non-Profit Association.

**Article 2: Aims and Objectives**

2.1 The objectives and purpose for which NAAQSE-USA is formed shall be:

- (a) to create a national association of all Queen's school chapters in the USA;

- (b) to pool our resources in order to rehabilitate, maintain and or improve our alma mater - Queen's School Enugu, and restore her place as the premier high school for girls in Enugu State;
- (c) to serve as the umbrella association representing the broad interests of all local chapters;
- (d) to promote and foster economic and social relationships among the members of NAAQSEUSA;
- (e) To keep the torch of the alma mater burning by carrying out social activities in the United States and abroad, which are geared towards raising awareness and money for:
  - (i) Empowering women and girls;
  - (ii) Educational scholarships
  - (iii) such other purposes as may from time to time arise and are supported by the members;

### **Article 3: Membership**

3.1 There shall be five (5) classes of membership:

- (1) Regular Member:  
All former students of Queen's School Enugu's students who belong to a local chapter that is a member of the National Alumni Association of Queen's School Enugu USA.
- (2) Associate Member:  
All former staff of Queen's School who indicate a desire to join the Association.
- (3) Member At Large:  
  
To be considered for an at large membership, the individual shall submit her intent to join NAAQSE-USA to the president or secretary. If the request is approved the individual is eligible to serve and participate in all activities of NAAQS-EUSA. At large or individual membership is available for alumni who reside in a town where there is no chapter or where the local chapter has opted not to be a member of NAAQSE-USA.
- (4) Patron  
Recommended by the President and approved by the Executives. Each Patron shall be someone who subscribes to and supports the objectives and programs of NAAQSE-USA and can be called on to serve in advisory roles where necessary.
- (5) Honorary Membership

Conferred by members of the association on any person that is not an alumnae of Queen's but subscribes and supports the objectives of the association.

### 3.2 Joining or Withdrawing from NAAQSE-USA

#### (a) Joining NAAQSE-USA

A chapter shall indicate its intent to join NAAQSE-USA by sending a letter to the NAAQSE-USA President or Secretary. The letter should include chapter name, list of the executives and a check in the amount of \$400 to cover the cost of the first year dues (\$300 and one-time registration fee of \$100). New chapters will be approved by the Executives.

#### (b) Withdrawing from NAAQSEUSA

A chapter shall indicate its intent to withdraw from NAAQSE-USA in a letter to the NAAQSE-USA President or Secretary. The letter shall include reason for withdrawal and the chapter's intent not to pay future annual dues. The chapter's letter indicating intent to withdraw shall be shared with the executives and with the Presidents of the remaining local chapters.

### 3.3 Membership Responsibilities:

- (a) The right to vote and to be voted for is conferred on members in good financial standing;
- (b) To be a chapter in good financial standing, the chapter shall be current with all fees, dues and levies.
- (c) Only regular members in good financial standing can be elected and or appointed to an office.
- (d) Any chapter or at-large member delinquent in its fees, dues or levies for (3) months shall be deemed not to be in good financial standing.

### 3.4 Standards of Conduct:

Although each chapter is autonomous and subject to their own bylaws rules and regulations let it be understood that the rules and bylaws of NAAQSE-USA shall govern any national event including bi-annual conventions.

All applicable State and Federal laws must be adhered to while acting in the course and scope of a volunteer position with the NAAQSEUSA. Like all associations, order and discipline are required to succeed and to promote efficiency, productivity, and cooperation among everyone. For this reason, it is helpful to identify some examples of types of conduct that

are unacceptable and that can lead to disciplinary action, including immediate removal.

Examples of unacceptable behaviors include but, it is not limited to the following:

- a. Activity that might bring NAAQSE-USA into public disrepute.
- b. Activity that does not promote the mission, vision, purpose and objectives of NAAQSE-USA.
- c. Committing NAAQSE-USA to any contracts, agreements, and partnerships without the approval of the national executive council.
- d. Committing NAAQSE-USA to give its financial or other support to any outside association or political, religious, or other group.
- e. Unauthorized soliciting of donations on behalf of the NAAQSE-USA
- f. Engaging in illegal activity
- g. Fighting, biting, spitting, or making threats of harm while NAAQSE-USA business, or in a manner that impacts the NAAQSE-USA environment.
- h. Harassment, discrimination, or retaliation against, any person/member
- i. Misusing, destroying or damaging property of the NAAQSE-USA
- j. Possession, distribution, purchase, sale, use, transfer, solicitation, or of illegal drugs while at a NAAQSE-USA event
- k. Representing NAAQSE-USA or discussing NAAQSE-USA affairs with the media without proper authorization by the National Executives.

Any of the above inappropriate conducts may incur a minimum of \$250 per incident. Actual fist fights shall attract a fine of \$500 plus suspension from attending next national convention. The aggressor if indentified will be fined an additional \$100. All fines will be due to NAAQSE-USA within 60 days of the date of the incident.

### **3.5 Dispute Resolution**

All disputes originating at the local chapters will not be addressed by NAAQSE-USA unless a formal complaint is filed with NAAQSE-USA through the President or the Secretary. NAAQSE-USA must respond within 2 weeks of receipt of the complaint.

## **Article 4: Board of Directors**

The board of directors shall be the governing body of **NAAQSE-USA** having full authority to set policies for **NAAQSE-USA**. The Board shall act in the capacity of ensuring full and proper administration of **NAAQSE-USA** and implementation of **NAAQSE-USA** programs and policies and perform other duties specified in this by-law.

The board of directors shall be made up of one representative from each local chapter in addition to the president and the vice president who shall be non-voting members of the board. Each new chapter shall have the opportunity to appoint a representative to the board..

### **Duties and Responsibilities of Board of Directors**

The Board of Directors shall serve as advisory council to the Executive Council.

1. The Board of Directors shall serve without pay and consist of one member from all affiliated chapter and one at-large member plus the president and Vice-President as non-voting members.
2. The Board of Directors should be nominated by their various chapters.
3. Board members shall serve a minimum of 2 years and no more than 4 years consecutively.
4. Board members with 3 or more absences from meetings shall be dismissed from the Board.
5. The officers of the Board shall consist of a Chair, Vice Chair and Secretary nominated by the Board.
6. (a) The Chair shall preside at all Board meetings, and perform other duties as associated with the office. (b)The Vice-Chair shall assume the duties of the Chair in case of the Chair's absence. (c)The Secretary shall be responsible for the minutes of the Board meetings, keep all approved minutes in a minute book, and send out copies of minutes to Board members.
7. A simple majority of four board members constitutes a quorum. (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
8. Passage of a motion requires a simple majority (four constitutes a quorum).

### **Fiscal Policies**

The fiscal year of the board shall run from July 30<sup>th</sup> of each year through July 31 of the following year for consecutive four years.

The Board of Directors shall oversee the following

1. Soliciting and generating donations from other establishments/companies/persons for the association. This should be their primary goal.

2. Monitoring the association's operations:
3. Approving the annual budget, annual report, etc.
4. Approving proposals of major contracts and grants.
5. Soliciting and reviewing program evaluations.
6. Troubleshooting as necessary.
7. Delegating a public figure for the association
8. Advocating for the association.

## **Article 5: Officers**

### 5.1. Officers

The management and oversight of NAAQSE-USA shall be by officers elected by the members. The officers of this association shall be the President, Vice President, Secretary, Assistant Secretary, Public Relation Officer, Financial Secretary, Treasurer, Provost, Assistant Provost, Liaison Officer, and Social Director.

### 5.2. Advisory Positions

A legal advisor and an auditor to shall be nominated by any member in good standing. If nomination is approved by the executives the legal advisor (s) and auditor (s) shall provide professional services as needed. Legal advisor or auditor can be members or non-members of NAAQSEUSA as necessary.

### 5.3. **Tenure of Office**

Each executive officer shall have the privilege of serving a term of 4 years in one position if elected by the members. At the end of the four-year term, any officer can be elected to other vacant office by the members. No one person should serve more than a term four years in any position.

### 5.4. Duties and Responsibilities of the Officers

#### **President**

The President shall be the Chief Executive Officer of the association and as such, the official representative and spokesperson of NAAQSEUSA; The President shall carry out the strategic vision, mission, and purpose of the association.

#### **Specific duties:**

- Presiding over all meetings and serve as the Chairperson of the executive committee.

- Responsibility for enforcing the constitution and by-laws of the association, and implementing the mandate and resolutions of the executive council and the association;
- Responsibility for preparing the association's annual budget and presenting same to the general assembly for approval during a constituted association's general assembly meetings;
- Recommending committee chairs for approval by the Executive Council and Chapter Presidents
- Overseeing the work of the various officers and setting up meetings with the Executive Council.
- Being one of the signatories to all documents of the association including contracts, checks, bonds and other instruments;
- Authorizing use of the account numbers.
- Recommends new committees as the need arises;
- Delegate authority and responsibility to other member officers as needed;

### **Vice-President**

The Vice-President shall act as the president in the absence of the President and shall assist the President in the performance of all the duties of that office.

### **Specific duties:**

- Exercise all powers of the president in the absence of the president;
- Succeed the President if she is unable to complete her term of office;
- Shall have the power to propose, supervise, and administer designated projects, programs, committees or activities;
- Supervise all activities and participate as a public speaker;
- Authorize use of the account numbers and
- Perform such other duties as may be assigned by the president.

In the circumstance that the President resigns, is impeached, or becomes incapacitated, the Vice President shall serve as the President to complete the remainder of the term. Notice of vacancy will be sent to local chapters to submit names for the position of the vice president. Nominee with most votes will assume the position of vice president

### **Secretary**

The Secretary is the chief custodian of all non-financial records typically of and including the original copies of the constitution and bylaws, and provides access to such documents under the direction of the president.

**Specific duties:**

- Create a historical notebook for the year including: notes, advertisements, write ups, computer disks, etc. to pass on to future officers;
- Maintain the minutes of the meetings of the executive council and the general assembly meetings, recording the time, and place of meeting, whether regular or special, how notice was given, and the names of those present;
- Handle the association's correspondence, including informing all members of meetings and activities;
- Permit access to records only to members or persons with authorization.
- In consultation with the financial secretary, maintain a list of names and addresses of all current officers and members, and record any resignations or dismissals, including date and reasons on which said membership ended;
- Be responsible to the Executive Council;
- Maintain a duty roster (who is doing what) for each activity;
- Take roll at all meetings;
- Act as an administrative assistant to the president, shall assist committee chairpersons in carrying out the work of the committees;
- Perform other duties as may be directed by the President, the Executive Council, and the General Assembly.

**Assistant Secretary:**

- Shall have the authority to perform all the prescribed duties of the secretary, subject to all the restrictions contained in this constitution and bi-laws of the association;
- Perform other duties as may be directed by the president, the executive council, and the general assembly.

And in the circumstance that the secretary resigns, is impeached or becomes incapacitated, the assistant general secretary shall upon notice by the president immediately take over as secretary to complete the remainder of the term. Notice of vacancy will be sent to local chapters to submit names for the position of the assistant secretary. Nominee with most votes will assume the position of the assistant secretary.

**Treasurer:**



The treasurer is the Chief Financial Officer of the association, and shall keep the association in good financial standing

### **Specific Duties**

- Be the custodian of all financial instruments, including the checkbooks, and shall also be a party to all financial transactions;
- Maintain thorough and accurate records of all transactions;
- Deposit all monies collected on behalf of the association to a specified financial institution within two business days excepting holidays and weekends;
- Responsibility for disbursement of all funds approved by the executive council and/or general assembly;
- Notify the financial secretary within forty-eight business hours of any financial disbursement or expenditure incurred;
- Maintain a continuous audit of budgeted financial operations.
- In collaboration with the financial secretary, reconcile all financial records and accounts monthly, and report the same in writing to the executive council.
- Prepare a year-end financial report.
- Assist in the preparation of all budget proposals.
- Keep a detailed record of all receipts and other financial documents.
- On a quarterly basis, the treasurer/financial secretary will turn in the bank statements and cancelled checks to the auditor for ongoing reconciliation.

And in the event that the treasurer resigns, is impeached or becomes incapacitated, the financial secretary shall be sworn in as the treasurer to complete the remainder of the term. Notice of vacancy will be sent to local chapters to submit names for the position of the Financial Secretary. Nominee with most votes will assume the position of Financial Secretary.

### **Financial Secretary:**

The financial secretary shall be the chief custodian of all financial records, and working with the association's treasurer, keep the association in good corporate standing.

### **Specific duties:**

- Working with the treasurer, submit all financial statements to government agencies as required by law;

- Responsibility for keeping records of all monies collected and expenditure made;
- Keeping and maintaining records of all “canceled or/and returned” checks and make such records available when called to do so;
- In collaboration with the Treasurer to reconcile all financial records and accounts monthly;
- Submitting a quarterly financial report of NAAQSEUSA to the Executive Council, and the general assembly at each quarterly meeting, and provide books for audit thirty days prior to expiration of her term or/and whenever called to do so;
- Maintain thorough and accurate records of all transactions;

And in the event that the Financial Secretary resigns, is impeached or becomes incapacitated. Notice of vacancy will be sent to local chapters to submit names for the position of the Financial Secretary.

### **Public Relations Officer**

The public relations officer is the Chief Information Officer of the association.

#### **Specific duties:**

- Handlings the association’s correspondence with the public, (may include advertising of events or activities, communication within the association and fundraising);
- Appointing members of the publicity committee with the approval of the executive council;
- Assuming responsibility for all publicity of the association;
- Being responsible to the Executive Council;
- Working with all media in publication of articles, announcements, advertisements etc;
- Establishing and maintain public relations with other related associations;
- Maintaining a scrapbook of the association’s functions;
- Manages and updates the association’s website.

And in the event that the public relations officer resigns, is impeached or becomes incapacitated, the Executive Council shall within 30 days or by its next meeting, elect or appoint a new public relations officer.

#### **Social Director:**

The Social Director is responsible for the social welfare of the association.

**Specific duties:**

- Ensures that member benefits are clearly defined and disbursed fairly to all members in good standing;
- Advocates and proposes benefits to encourage high participation and commitment from members;
- Communicates the association's well wishes to members in good standing who are sick or are going through difficult times;
- Organizes all social activities of the association;
- Assists the Public Relations Officer in all activities as needed.

**Provost:**

- shall maintain order at all meetings or gatherings of the association;
- shall determine, assess and collect all fines, or levies;
- shall assess and collect levies imposed against member chapters for any infraction of NAAQSEUSA's rules and regulations.  
Consultants (to be used as needed)

**Legal Advisor– a non-elected officer:**

- shall act as the legal representative of the association at all times;
- shall render legal advice to the association in all matters regarding interpretation and enforcement of its by-laws/constitution, interpretation and enforcement of any others laws that are in force in the jurisdiction in which the association carries out its functions;
- Where the need arises, in consultation and with the approval of the Executive Council, the legal counsel may obtain outside legal opinion on relevant matters.

**Auditor - a non-elected officer:**

- oversees and supervise the audit of the Association's accounts;
- shall ensure that the funds of the association are disbursed in the manner required by the Association's bylaws/constitutions;
- shall work with appointed members to audit the association's books.

**Chapter Presidents**

- in collaboration with the Executive Council ensures that the business of NAAQSEUSA is conducted as outlined in the bylaws/constitution of NAAQSEUSA.
- shall ensure that her chapter is in good standing and encourages members to actively support approved activities of NAAQSEUSA.
- shall participate in quarterly meetings to stay current with the activities of NAAQSEUSA.
- Nominate candidates to run for national office.

## **Article 6: Election of Officers**

### **6.1. Nomination and Voting of Officers**

The candidates shall be nominated by chapter Presidents. Voting shall be by secret ballot by delegates chosen by each chapter and by selected at large member. Only alumni with affiliations to local chapters and eligible at-large members who are in good standing are eligible to run for office.

The election of the officers shall be held at the annual general meeting of the NAAQSEUSA convention.

Nominations for all executive positions shall come from the local chapters through their Presidents. The nominees shall meet the following criteria:

1. Be a member in good standing for at least six months
2. Have served as an officer at her local chapter
3. Attended at least one NAAQSEUSA convention
4. Willing to serve a one four (4) year term
5. Have a letter of support from the chapter president stating why the person should be elected to the chosen position. (At-large members may be recommended by the President or any NAAQSEUSA Executive.

In the event that there are position without identified candidates prior to the convention, nominations will be accepted from the convention floor, provided that the candidate meets the above criteria. In lieu written recommendation from the Chapter President/Designee, candidates nominated from the floor will give a short speech stating why they want to serve in the vacant position.

Voting will be done by delegates (5 from each chapter) and one selected at-large member. In the event a chapter does not have up to 5 delegates present the person with the most votes for each office shall be elected to serve.

The selected candidate for President shall give a short no more than five minutes speech about her vision for the association.

### **6.2. Inauguration**

The elected officers shall assume office following a swearing ceremony at the Gala night. Outgoing Officers shall meet with the incoming officers to handover the association's document and to answer any questions for the incoming officer(s). All handovers should be finalized no later than 2 weeks following NAAQSEUSA convention.

## **Article 7. Financial Provisions**

### **7.1. Registration & Dues**

Annual dues of \$300 shall be paid by each chapter by August 31<sup>st</sup> of each year. An annual dues of \$50 and a one time registration fee of \$50 shall be paid by at large members. A onetime registration fee of \$100 shall be paid by each new chapter. The registration fee and the annual dues are non-refundable.

### **7.2. National Convention**

Each national convention shall be initially funded by loans from local chapters. The amount of loan from each chapter shall be in the sum of \$3,000. Loan amount shall be paid back to the chapters within 60 days following a successful convention.

#### **7.2.1 National Convention Planning**

The goal of NAAQSEUSA Executives is to improve on the previous convention. Feedback from members at the last convention should be reviewed and actionable recommendations should be incorporated into the current convention. The activities and program of the national convention shall be planned by the nation executives. The hosting chapter is charged with implementing the plan and doing the necessary leg work to make the convention successful. The hosting President should work directly and collaboratively with the NAAQSEUSA Executives to ensure a successful national convention. All marketing and promotional material for the convention should be national focused featuring only the NAAQSEUSA logo. A standard rule and guidelines for national convention should be formalized by the executives and distributed to all chapters. The guidelines should include a template for invitation cards, program of events, and editable invitation letter for those requiring visas to attend a national convention.

#### **7.2.2 National Uniform**

The blue George shall remain constant but the blouse and scarf will change for each convention if recommended by the hosting chapter and approved by Executives. The full national uniform is the expected attire for the Gala Night.

### **7.3 Expenditures**

The President, Treasurer and the Secretary are the signatories on the national account. An officer can expend an amount equal to and or less

than \$250 in carrying out the business of the association. Expenditures greater than \$250 must be approved by the Executive Council and co signed by the Treasurer.

President, Secretary, Treasurer should not come from the same chapter to avoid conflict of interest

#### **7.4. Audit, Accounts, and Banking**

The accounts shall be audited by the Auditor and one representative from each of the chapters within six months following the end of term of office. Where dispute arises in relation to the accounts, a Certified Public Accountant approved by NAAQSEUSA shall audit the books within 90 days.

##### **Banking**

The bank of NAAQSEUSA shall be any bank with FDIC standing that gives the association the best banking package.

##### **Business Account**

NAAQSEUSA shall open a Business Checking account to manage the affairs of the association. All levies collected in support of members as well as membership dues from chapters and members at-large should be deposited in the business account.

##### **Project Account**

The project account is where all funds donated to the association shall be kept. Project funds should never be commingled with general funds. Project funds shall be used to complete national projects.

### **Article 8: Amendments to the Constitution and By-laws**

#### **8.1. Proposal to amend the constitution**

Proposals to amend or repeal these by-laws may be made by a member in good standing a general meeting at which a quorum has been formed, seconded by another member and adopted by a simple majority of members present and eligible to vote. If proposal is passed, the proposed amendment shall then be presented for vote at next general meeting of NAAQSEUSA convention.

#### **8.2. Notice for Constitutional Amendment**

Proposed amendment(s) shall be emailed to local chapters through the chapter President and or Secretary first in April of the convention year and again in May of the same year. This time period shall give the chapters ample time to discuss and take a position on the proposed amendment (s). NAAQSEUSA convention is typically held in the last weekend in July of every other year. A simple majority of members in good standing present at the national convention is required before the proposed amendment can be adopted.

## **Article 9: Meetings**

### **9.1. NAAQSEUSA Meetings**

The Executive Council shall conduct meetings at least twice each year or as frequently as necessary to execute their duties effectively.

### **9.2. Type of Meeting**

The National Executive Council may conduct their meeting by telephone provided that all members present can hear and speak to each other as appropriate.

### **9.3. Quorum**

A quorum at a meeting of the National Executive Council shall be five (5) members. Quorum for the general convention meeting shall be 12 members to include a representative member from at least 3 chapters

## **Article 10: Committees:**

### **10.1. Working Committees**

The National Executive Council shall establish working committees to carry out the directed activities of the association. Committees may be established as standing committees or ad hoc committees depending on the function to be performed by the committee.

Committee chairs and members should come from all the chapters, to be sure that we leverage resources and talents of all the members.

### **10.2. Standing Committees:**

Standing Committees will be established to perform those activities which may be expected to have a life of more than one (1) year and which will be charged with the management of funds budgeted for specific activities. All

Standing Committees shall be appointed by the President and approved by the Executives.

### **Article 11: Parliamentary Authority**

Roberts' Revised Rules of Order shall be the official guides for any QSE-USA A business meetings.

### **Article 12: Removal from Office**

**An officer may be removed from the elected office for “good cause” by majority of members present at the general meeting.** Grounds or “good cause” for removal of an officer shall include, but not limited to the following: a. Felony conviction. b. Embezzlement, misappropriation, or conversion of property of NAAQSEUSA. c. Intentional refusal to perform duties of the office. d. Failure to attend seventy percent (70%) of regular meetings in a year, without acceptable excuse; (excuse which in the eyes of majority of members will be deemed “good cause”).

### **Article 13: Fostering Relations in the Communities**

#### **13.1. Convention Proceeds**

Loans for the chapters should be deducted from the convention proceeds prior to any disbursements. Remaining convention proceeds shall be distributed as follows: Seventy-five (75) percent will be retained by NAAQSEUSA and be disbursed as follows: Ten percent of the national portion of the proceeds shall be retained by the association for administrative purposes. Five percent shall be applied toward scholarships to current Queen's School Girls and eligible students in the cities where local chapters are located. The remaining 60% shall be applied to selected projects at Queen's school Enugu. Twenty-five (25) percent shall be retained by the host chapter for their additional effort in hosting the convention. In case of a shortfall after a convention, the Chapters and National should share the loss in proportions determined by members.

#### **13.2. Ad Purchases**

The NAAQSEUSA President with the support of the Executive council shall approve the purchase of one-page ad in support of local chapter or other national alumni associations if proper notice and invitation is received from the local chapter or the association. All Chapters are taxed to sell the number of ads determined for each convention or remit the equivalent amount to NAAQSEUSA.



### **13.3. Death of a Member**

In addition to local chapter support to a bereaved member family, the NAAQSEUSA should organize a mandatory levy of between \$20 and \$50 per member for the family. The \$20 levy shall apply when a member (a queenite) dies and given to her spouse/family and \$50 levy for the queenite herself/family if her spouse dies.

Collection of the levies shall be by Chapter Presidents from their members. Amounts collected by each chapter shall be declared and made known to all members via email to Chapter Presidents by the National President. The total amount presented to bereaved family shall be declared/announced to all chapters and/or members by the National President via email to the Chapter Presidents.

## **Article 14: Compensation, Non-Liability of Officers/Agent, Indemnification, & Dissolution**

### **14.1. Compensation**

The Officers shall serve without compensation but will be reimbursed for approved expenditures incurred on behalf of the NAAQSEUSA.

### **14.2. Non-liability of Officers/ Agents.**

The officers and or agents of NAAQSEUSA shall not be personally liable for the debts, liabilities, or other obligations of the association.

### **14.3. Dissolution**

Upon dissolution of the association, assets shall be distributed to one or more tax exempt charities agreed on and voted on by the chapters and the executives for the purpose within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.