

**(REVISED MAY 2013)**  
**BYLAWS OF THE**  
**FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY**  
**NATIONAL ALUMNI ASSOCIATION INC.**

**SECTION 1**  
**PURPOSE**

Section 1.1. Function. The Association will function as an organization under Section 501(c) (3) of the Internal Revenue Code of 1986. The status of an individual chapter will be determined by applicable sections of the Internal Revenue Code, as appropriate.

Section 1. 2 Mission. The mission of the Association and its memberships is to enhance and support the continued existence of Florida A and M University by: raising and giving funds to the University that will support its programs; recruiting students that will attend the University; recruiting alumni and others that will support the University and its goals, through membership in the Association; doing those things that perpetuate a positive image of the Association and the University; and influencing communities and governmental activities that will support the University's priorities.

**SECTION 2**  
**MEMBERS**

**Section 2.1. Active Membership.** To be considered an Active Member of the Association, the individual must pay required annual assessment(s) at the applicable Chapter, Region, and National levels.. An Active Member is often referred to as a Voting Member or a 'member in good standing'.

**2.2 Membership Categories**

**Section 2.2.1. Alumni Membership.** Persons who are graduates of the former Normal School, former Florida A&M College; and Florida A&M University, and persons who have completed at least one academic term and left in good standing, are eligible to become alumni Members in the Association. These eligible persons shall pay all applicable membership dues at the Chapter, Region, and National levels in order to become an Alumni Member.

**Section 2.2.2. Associate Membership.** A person who did not attend the University who is interested in supporting the causes of the Association may become an Associate Member by a majority vote of the membership at any regular meeting of the Association by those present and voting. Any chapters may identify such a person and enroll them as an Associate Member in its Chapter. Associate Members may vote and hold elective office at the Region level and below at the discretion of Region and Chapter respectively. Associate Members may vote at the National level. These eligible persons shall pay all applicable membership dues at the Chapter, Region, and National levels, in order to become an Associate Member. Associate Members shall not hold elective office at the National level.

**Section 2.2.3. Recent University Graduate Membership.** The first time a person graduates from FAMU, at the bachelor's, master's or doctoral level (one graduation only), the university graduates shall have their national membership dues waived for

the first membership year as provided in the official Association's "Transcendent Ceremony." Recent graduates shall enjoy the same benefits alumni members with National Level Membership. Upon payment of applicable Chapter and Region dues within this first year, recent graduates shall then enjoy the same benefits as alumni members with Chapter affiliation.

**Section 2.2.4. Students Life Membership.** A student, pursuing an undergraduate degree at the University, after completing the first academic term, may become a Life Member upon full payment of a five hundred (\$500.00) dollar one-time assessment.

**Section 2.2.5. Subscribing Student Life Membership.** An undergraduate student may also pay the \$500 assessment in installments over their matriculation at the University until one (1) year after graduating from the University. Payment of the entire fee must be completed no later than one year after leaving the University. Subscribing Student Life members will agree, however, that once the installments are begun, if the installments are not paid in full on or before the deadline then all payments shall be forfeited to the Association.

**Section 2.2.6. Honorary Membership.** Persons identified as making distinguished contributions to Florida A&M University, the Association, the community, and/or the nation may be enrolled as Honorary Members. Honorary Members will be selected by a majority vote of the members present and voting at a National Meeting of the Association. Honorary Members are not Active Members; therefore, they shall not vote or hold office in the Association and they shall not be obligated to pay membership dues to the Association.

## **2.3 Membership Status**

### **Section 2.3.1. Life Membership Status.**

Upon meeting the financial and other qualifications as established by the Association, an Active Member shall acquire Life Membership Status upon the full payment of a seven hundred fifty (\$750.00) dollar one-time assessment. All persons with Life Membership Status shall be exempt from paying National dues but are required to pay all applicable annual Chapter and Region dues to be considered as Active Members (members in good standing) of the Association.

**2.3.2. Non-Life Membership Status.** Active Members who have not acquired Life Membership Status shall be required to pay annual National dues and all applicable annual Chapter and Region dues to be considered as Active Members of the Association.

### **Section 2.3.3. Subscribing Life Member**

An Active Member may also pay the \$750 assessment in installments over a period of either three (3) years or five (5) years. Subscribing Life members will agree, however, that once the installments are begun, if the installments are not paid in full on or before the three (3) or (5) year time limit then all payments shall be forfeited to the Association.

## **2.4 NAA Membership Level**

**Section 2.4.1. National Membership.** Persons who only pay the annual National assessment of thirty-five (\$35.00) dollars; and do not pay annual dues at the Chapter and Region level are considered National Members. National Members cannot hold office at the

National level, or vote in National elections, but may vote and participate at National Meetings if registered.

**Section 2.5. Membership Assessments.** No Region or Chapter may consider a person an active member of the Association until the member has paid annual National dues of thirty-five dollars (\$35.00) to the Association, unless the member is a Life Member, and has paid the applicable dues to the respective Region or Chapter. Life Members shall be required only to pay the applicable Regional and Chapter dues. Dues are applicable at the Region level if a member's residential address of record with the Association is located within a Region that assesses regional dues for individual members or if the member belongs to a chapter located within a Region that assesses dues for individuals. Dues are applicable at the Chapter level if a member's residential address of record with the Association is located within an approved chapter geographical boundary. If a member lives outside of the areas of all chapter geographical boundaries, then chapter dues are not applicable to that member. A member, whose address of record is outside of all approved chapter boundaries, may choose to join a chapter, but is not obligated.

**Section 2.6. Membership Year.** The Association's membership year, which defines the time frame for the payment of dues, shall be January 1 – December 31. The fiscal year of the Association, the same for the University, is July 1 – June 30.

## **2.7 Payment of dues**

(a) If a member pays their dues at all applicable levels (Chapter, Regional or National) in certified funds in the Office of Alumni Affairs (OAA), at a Chapter Meeting, on a National or Chapter website, or any other approved payment location, once the funds are received electronically or in person by an official Chapter, Regional or National Officer or payment system whose duty it is to receive funds on a specific date, that member shall become active and financial for accounting purposes on that same date.

(b) If a member pays by check, or other form of payment in which the funds require time to clear, for all applicable levels (Chapter, Regional or National) in the Office of Alumni Affairs (OAA), at a Chapter Meeting, on a National or Chapter website, or any other approved payment location, once the funds are received electronically or in person by an official Chapter, Regional or National Officer or payment system whose duty it is to receive funds on a specific date, that member shall become active and financial for accounting purposes on that same date unless those same funds do not clear in that payment transaction. If funds need to be re-deposited or re-submitted for any reason, the member shall not be considered active and financial until the funds have cleared in an approved depository of the FAMU National Alumni Association (Chapter, Regional or National account).

(c) A member's active and financial status shall not be delayed by failure of a Chapter, Regional or National Financial Officer failing to transmit the funds for the appropriate applicable level to the proper financial account (i.e. Chapter, Regional or National bank or funds account).

## **SECTION 3 OFFICERS**

**Section 3.1. Elected Officers.** The National elected Officers of the Association shall be the President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Treasurer, Financial Secretary, and Corresponding Secretary. Officers elected at the Region level include the five (5) Regional Vice Presidents and five (5) Members-at-Large. Regions of the Association shall elect their respective Regional Officers.

**Section 3.2. Appointed Officers.** With majority approval of the Executive Board, the President shall appoint the General Counsel, Parliamentarian, Sergeant-at-Arms, Publicity Director, and Chaplain. All appointed officers shall serve at the will and pleasure of the President and do not require a suspension or impeachment process for removal by the President. The appointed officers, however, shall be subject to any impeachment or removal process by the Membership or Executive Board.

**Section 3.3. All Officers. All elected and appointed officers must meet the qualifications for office at the time of nomination.** The elected and appointed officers shall perform the specific duties as outlined in the Constitution and Bylaws, the Association's adopted Policies and Procedures Manual, and all other applicable duties as prescribed in the parliamentary authority adopted by the Association.

**Section 3.4. Suspension/Removal of Officers.** Any officer may be relieved of duty after a petition, signed by at least ten percent (10%) of active members of the Association, is presented to the Executive Board. The Executive Board on its own may also present a petition, moved and seconded by Executive Board Members, to the remaining Executive Board for its consideration. The petition shall specify the allegations and said allegations must be brought on reasonable ground. The Executive Board shall be required to immediately notify the said officer of allegations and present a copy of the signed petition to the said officer. The President, or Executive Board, must hold a hearing with the active membership at least 30 days, and not more than 60 days, after the officer has been notified. All active members of the Association must be notified of the hearing date, time, and place at least 15 days in advance. Prior to the hearing, the Executive Board, by a two-thirds (2/3) majority vote, may place the accused officer on temporary suspension. The suspension by the Executive Board shall not exceed 60 days. During the hearing, held with the active membership, the accused officer shall have the right to present a defense and witness(es). The active membership of the Association may vote during this hearing/meeting to lift any previous Executive Board suspension, suspend the officer for a defined period of time, or remove the officer from position. Removal or suspension of an officer requires a two-thirds (2/3) majority vote of the membership at the hearing/meeting, after the officer and accusers have presented their cases and witness(es).

**Section 3.5 Right of Officers to Appeal Suspension/Removal.** If new information becomes available, the officer, may appeal a suspension or removal action by the submission

of a Notice of Appeal letter to the President or Executive Board of the Association. Upon receipt of said notice, the President, or Executive Board, must hold an appeal hearing with the active membership of the Association at least 15 days, and not more than 30 days, after the Notice of Appeal has been received. The date, time and place of the appeal hearing shall be agreed upon by all parties concerned. All active members of the Association must be notified of the appeal hearing date, time, and place at least 15 days in advance. The officer appealing may present witness(es), and must present substantial new documentation to oppose the suspension or removal action. The membership may modify, or rescind the suspension or removal action by a two-thirds (2/3) majority vote. The ruling of the membership during this appeal hearing/meeting will be final.

**Section 3.6. Suspension / Removal of Members.** Individual members of the Association may be suspended from membership in the same procedures outlined in Sections 3.4 and 3.5.

**Section 3.7 Terms of Office.** All national elected officers shall serve a term of office of 3 consecutive years beginning on January 1st, or immediately upon their election after January 1st. Elected officers shall hold office three (3) consecutive years or until their successors have been appointed and qualified. An officer shall not hold the same office for more than two (2) consecutive terms. No person who has held elected office, or acted in elected office, for more than one and a half (1.5) years of a term to which some other person was elected, shall be elected to that office more than one additional consecutive term. Except for the office of President, the Executive Board shall have the power to fill the un-expired term of any vacancy in any national elective office of the Association. Succession to the office of President is bounded by the Order of Succession delineated herein.

**Section 3.8 Order of Succession.**

If, by reason of death, resignation, removal from office, inability, or failure to qualify, there is neither a President nor First Vice President to discharge the powers and duties of the office of President, then the officer of the FAMU NAA who is highest on the following list, and who is not under disability to discharge the powers and duties of the office of President shall act as President:

Second Vice President, Third Vice President, Recording Secretary, Treasurer, Financial Secretary, Corresponding Secretary, Regional Vice President in order of the membership size of the Region; Regional Members-at-Large in order of membership size of the Region; General Counsel, Parliamentarian, Sergeant-At-Arms, Publicity Director and Chaplain.

**Section 3.8.1** The same rule shall apply in the case of the death, resignation, removal from office, or inability of an individual acting as President under this subsection.

**Section 3.8.1.1.** An individual acting as President under Section 3.8 shall continue to act until the expiration of the then current Presidential term, except that—

**Section 3.8.1.1.A.** if the discharge of the powers and duties of the office is founded in whole or in part on the failure of both the President-elect and the Vice-President-elect to qualify, then they shall act only until a President or First Vice President qualifies; and

**Section 3.8.1.1.B.** if the discharge of the powers and duties of the office is founded in whole or in part on the inability of the President or Vice President, then they shall act only until the removal of the disability of one of such individuals.

**Section 3.8.2.** The subsections in Section 3.8 shall apply only to such officers that individually meet the qualifications for the Office of the President as provided in the FAMU NAA Bylaws prior to succession; and only to officers not under impeachment or suspension by the Membership or Executive Board at the time the powers and duties of the office of President devolve upon them.

### **Section 3.8.3. Inability of the President or First Vice President to Serve.**

**Section 3.8.3.1.** In case of the removal of the President from office or of his death or resignation, the First Vice President shall become President.

**Section 3.8.3.2.** Whenever there is a vacancy in the office of the First Vice President, the President shall nominate a First Vice President who shall take office upon confirmation by a majority vote of the Executive Board.

**Section 3.8.3.3.** Whenever the President transmits to the Recording Secretary his or her written declaration that he or she is unable to discharge the powers and duties of his office, and until the transmission to the Recording Secretary a written declaration to the contrary, such powers and duties shall be discharged by the First Vice President as Acting President.

**Section 3.8.3.4.** Whenever the First Vice President and a majority of the Executive Board transmit to the Recording Secretary their written declaration that the President is unable to discharge the powers and duties of his office, the First Vice President shall immediately assume the powers and duties of the office as Acting President.

Thereafter, when the President transmits to the Recording Secretary his or her written declaration that no inability exists, the President shall resume the powers and duties of office unless the First Vice President and a majority of the Executive Board transmit within four days to the Recording Secretary their written declaration that the President is unable to discharge the powers and duties of office. Thereupon the Membership shall decide the issue, assembling within forty-eight hours for that purpose if not assembled for an Annual Meeting. If the Membership, within fifteen days after receipt of the latter written declaration determines by two-thirds vote that the President is unable to discharge the powers and duties of his office, the First Vice President shall continue to discharge the same as Acting President; otherwise, the President shall resume the powers and duties of office.

## **SECTION 4 NOMINATIONS AND ELECTIONS**

**Section 4.1 Nominating Procedures.** During the second year of the term of office, the President shall appoint a nominating committee from the active membership of the Association consisting of five (5) active members – one member from each Region. Each appointment must be confirmed by a majority vote of the Executive Board. Nominations Committee Members shall be prohibited from actively campaigning for any candidate and cannot be a candidate themselves. The committee shall present to the Association, at the National Annual Meeting, the names of qualified nominees for officers of the Association. Additional qualified active alumni members may be nominated from the floor at the Annual Meeting. In order to be included on the ballot, a member/nominee must meet all requirements of active and alumni membership, and meet all qualifications for office, as prescribed in the Constitution and Bylaws, no later than the opening of the meeting at which the nominations are presented and approved. The Nominations Committee shall, in consultation with the Financial Secretary and Office of Alumni Affairs, have the responsibility to certify the nominees as candidates for office. The ballot shall contain the names of nominees for elective office.

**Section 4.2 Elections Committee.** Following the certification of all candidates that are to appear on the ballot, the President shall appoint an Elections Committee from the active membership of the Association consisting of five (5) members – one member from each Region. All appointments must be confirmed by a majority vote of the registered members at a national membership meeting present and voting. Elections Committee members shall be prohibited from actively campaigning for any candidate and cannot be a candidate themselves. The Elections Committee shall have the responsibility to ensure that the voting and election procedures are carried out with integrity, according to the adopted constitution, bylaws, policies and procedures of the Association. The lists of certified candidates and eligible voters, as determined by the Nominations and Elections Committees respectively, shall also require approval by a majority vote of the Executive Board. The Committee shall develop an election timeline, report and budget to the Executive Board for approval.

**Section 4.3 Election Procedure.** An election ballot and brief biographies of each approved candidate shall be mailed from the Association to each active eligible voting member in the Association. This information will be mailed to each active eligible member, to the address of record, at least forty-five (45) days before the next scheduled, National Meeting. Returned ballots must be post-marked not later than ten (10) days prior to the commencement of the scheduled National Meeting. Prior to the scheduled meeting and in the event of administrative errors (i.e. ballot misprints, USPS mailings failures, etc.), which would prohibit adherence to the established ballot mailing and returned dates, the Elections Committee, after consultation with - and approval by an Executive Board majority vote, may extend the established mailing and return dates. The extension cannot project target parameters thirty (30) days beyond the previously established mailing and return dates. There shall be only one extension for the same election.

During the National Election, when more than two (2) candidates are competing for the same position, the winner will be decided by a simple majority (more than half) of the eligible votes cast. Should no candidate receive the majority vote for a particular office, then a run-off election will be held between the fewest possible candidates receiving the highest number of votes. The run-off election will follow the same rules and procedures as the original election. In the case of a tie or voting irregularities, which would adversely affect the

validity of the run-off election, a second run-off may be held at the direction of the Executive Board.

**Section 4.4 Voter Eligibility.** To be eligible to vote in a national election, the member must have paid Association dues at all applicable levels and must be an active financial member of record with the Association and in the Office of Alumni Affairs, at least 30 days prior to the mailing of ballots for the election.

**Section 4.5 Association Endorsements.** Officers and members are free to endorse any Association candidate of their choice with the exception of the Nomination Committee members and Election Committee members. Officers and members may endorse the candidate of their choice privately. All such endorsements should clearly reflect that their endorsement does not necessarily reflect the views of the Association. Officers making endorsements shall refrain from using official Association communication lines (i.e. the website, newsletter or official organ of the Association) to endorse candidates and must engage in electioneering or campaign activity at their own expense. Chapters and Regions, however, may caucus at their business meetings to determine if their Chapter or Region will endorse an Association candidate.

**Section 4.6 Public Endorsements.** All Association members shall refrain from any campaign or electioneering activities for public (federal, state or local) elected officials in violation of state or federal law or FAMU Regulations.

## **SECTION 5 QUALIFICATIONS AND DUTIES OF ELECTED OFFICERS**

<b>Section 5.1 President</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>



<b><i>President</i></b>	<p>An active, alumni member of the Association;  Attended and registered at two (2) National Meeting the past two years;  A strong leader, willing to work diligently for the membership and the University;  Working knowledge of Robert’s Rules of Order, parliamentary procedures, the Association’s Constitution and Bylaws, and Policy and Procedures for the Association;  Exhibits the spirit of teamwork and cooperation;  Willing to serve until term expires;  Supporter of the University and the Association.</p>	<p>Presides at all National Meetings;  Chairs Executive Board Meetings;  Appoints standing and special committees or persons as provided in the constitution;  Serves as one of the authorized signatories on all checks and drafts, except payments made to oneself;  Serves on the Foundation Board of the University representing the Association;  Serves on interviewing committees of the University representing the Association;  Serves as a member of the Reunion Committee, representing the Association;  Reviews contracts with the General Counsel; Makes Parliamentary rulings upon advice from the Parliamentarian;  Performs governmental relations through activities, that influence legislation and impacts the University;</p> <p>Performs ceremonial duties at graduations and Homecoming  Serves as keynote speaker for chapter and alumni events.</p>
<b>Section 5.2 First Vice President</b>		
<b><i>Office</i></b>	<b><i>Qualifications</i></b>	<b><i>Duties</i></b>

<b><i>First Vice President</i></b>	<p>An active, alumni member of the Association;          Attended and registered at least one type of each National Meeting within the past three years; Working knowledge of Robert’s Rules of Order, parliamentary procedures, the Association’s Constitution and Bylaws, and Policy and Procedures for the Association;          Strong follower, willing to take orders and produce;          Team Player;          Committed to serve until the term expires;          Supporter of the University and the Association;          Willing to perform presidential duties in absence of the President.</p>	<p>Presides at National Meetings in the absence of the President;          Chairs Executive Board meetings in the absence of the President;          Serves as Ex-Officio member of the Reunion Committee;          Serves as coordinator for the Annual Spring Meeting and National Convention of the Association;          Reviews all contracts with the President and General Counsel;          Serves as liaison for the Florida Region with the responsibility of providing overall support and assistance, as needed, to improve membership and chapter participation.</p>
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**Section 5.3 Second Vice President**

<b><i>Office</i></b>	<b><i>Qualifications</i></b>	<b><i>Duties</i></b>
<b><i>Second Vice President</i></b>	Same as for First Vice President	<p>Presides at National Meetings in the absence of the President and First Vice President;          Chairs Executive Board meetings in absence of the President and First Vice President;          Serves as member of the Distinguished Alumni Awards committee representing the Association;          Works closely with students on campus through the Student Government Association and the Student National Alumni Association to recruit students to the Association for the purpose of developing better Student-Alumni relations;</p> <p>Serves as liaison to the Northeast Region with the responsibility of providing overall support and assistance as needed to improve membership and chapter participation.</p>

**Section 5.4 Third Vice President**

<b><i>Office</i></b>	<b><i>Qualifications</i></b>	<b><i>Duties</i></b>
<b><i>Third Vice President</i></b>	Same as for First Vice President	Presides at National Meetings in

		<p>the absence of the President, First and Second Vice Presidents;</p> <p>Chairs Executive Board Meetings in the absence of the President, First and Second Vice Presidents;</p> <p>Serves as a member of the Reunion Committee and Fund Raising Committee;</p> <p>Serves as liaison to the Southern Region with the responsibility of providing overall support and assistance, as needed, to improve membership and chapter participation.</p>
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**Section 5.5 Recording Secretary**

<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<b>Recording Secretary</b>	<p>An active, alumni member of the Association;</p> <p>Proficient in the understanding and use of the English language;</p> <p>Appropriate ability to read, explicitly;</p> <p>Ability to compile and compose documents with clarity;</p> <p>Able to record, compile compose, file and distribute minutes in a timely fashion;</p> <p>Amenable to fulfilling the duties until the end of the term;</p> <p>Team player.</p>	<p>Records minutes of all meetings;</p> <p>Serves as official custodian of all documents;</p> <p>Transmits all minutes, reports, committee reports, constitutional changes, etc. to chapters and Executive Board members within sixty days (60) days after meetings;</p> <p>Serves as one of the three authorized signatories on all checks, drafts, vouchers and certified copies of acts of the Association.</p>

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**Section 5.6 Treasurer**

<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<b>Treasurer</b>	<p>An active, alumni member of the Association;</p> <p>Capable of maintaining accurate financial records and furnish surety company fidelity bonds;</p> <p>Committed to serve until</p>	<p>Serves on the Budget &amp; Finance Committee;</p> <p>Reconciles the check registry in collaboration with the Financial Secretary, Office of Alumni Affairs, and University Staff;</p> <p>Gives complete account of</p>

	term expires; <b>Team Player.</b>	financial records when called upon; Submits reports at every meeting; Maintains accurate records by performing monthly audits to coincide with the disposition of funds; Submits an annual report to the Association at its general meeting; Responsible for the care and custody of all funds; Serves as one of the three authorized signatories on all checks, drafts and vouchers, except payments made to oneself.
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**Section 5.7 Financial Secretary**

<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<b><i>Financial Secretary</i></b>	An active, alumni member of the Association; Comprehensive understanding of need and the ability to maintain flawless finance records of funds received, deposited and disbursed; Committed to serve until term expires; Team Player.	Receives monies and forwards receipts for all funds processed at special Association functions and events; Surrenders all collected funds to the Treasurer with appropriate documentation; Serves on the Budget & Finance Committee; Prepares and submits an annual report to the Association in collaboration with the Treasurer; Maintains official records of financial members of the Association, separating memberships in appropriate categories.

**Section 5.8 Corresponding Secretary**

<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<b><i>Corresponding Secretary</i></b>	An active, alumni member of the Association; Proficient in the understanding and use of the English language; Ability to compile and compose documents with clarity; Amenable to fulfilling the duties until the end of the term; Team player.	Sends notices to the membership announcing meetings, elections, etc. in a timely manner; Prepares, with the President, and communicates to members of the Executive Board, prior to meetings, the Order of Business; <b>Conducts general correspondence of the Association, excluding correspondence that is functionally proper to</b>

		<b>other officers or committees.</b>
<b>Section 5.9 Regional Vice President</b>		
<b><i>Office</i></b>	<b><i>Qualifications</i></b>	<b><i>Duties</i></b>
<b><i>Regional Vice President</i></b>	An active, alumni member of the Association; Elected by the Region served; Team Player.	Serves on the Executive Board as the primary representative of the Region from which elected; Chief Executive officer of the Region; Responsible for the overall administration of the Region's membership and functional chapters; Coordinates activities of the Region with the NAA President and Executive Board; Gives technical and administrative assistance to chapters of the Region when needed; Insures that chapters of the Region submit reports as required; Presents written or oral reports on the status of the Region at National Meetings; Performs other duties as assigned by the President or Executive Board.

<b>Section 5.10. Member-at-Large</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Member-At-Large</i>	An active, alumni member of the Association; Elected by the Region served; Team Player.	Serves as a member of the Executive Board as an additional representative from the Region from which elected; Serves as chairperson of National Committees; Performs duties as assigned by the President or Executive Board.

**SECTION 6  
QUALIFICATIONS AND DUTIES OF APPOINTED OFFICERS**

<b>Section 6.1. General Counsel</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>General Counsel</i>	An active member of the Association; Working knowledge of legality and the law; Available and accessible; Willing to provide pro-bono services in a timely manner; Governmentally astute.	Reviews all Association contracts and submits ruling and suggestions in a timely manner; Submits written reports on all legal issues that could adversely effect the Association; Serves as a counselor on task forces or in meetings with legal implications.
<b>Section 6.2. Parliamentarian</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Parliamentarian</i>	An active member of the Association; Working knowledge of Robert's Rules of Order, parliamentary procedures, the Association's Constitution and Bylaws, Policy and Procedures for the Association; Diplomacy in rendering decisions to govern the body; Capable of maintaining decorum at meetings; Team player.	Provides answers on parliamentary procedures and constitutional issues; Serves on the Constitution and Bylaws Committee; Provides parliamentary opinions to the President when requested.
<b>Section 6.3. Sergeant-at-Arms</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>

<i>Sergeant-at-Arms</i>	An active member of the Association; Working knowledge of Robert's Rules of Order; Planner and organizer;	Maintains decorum at meetings; Serves as chair of Rules and Criteria Special Committee when needed; Performs logistics to ensure that functional and environmental surroundings are organized and stable for National Meetings and Conventions.
<b>Section 6.4. Publicity Director</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Publicity Director</i>	An active member of the Association; Ability to speak promptly and accurately; Highly proficient in the understanding and use of the English language; A People Person; An effective fraternizer; Team Player.	Sends notices to Alumni groups, the University's communications media, chapter newsletters, etc. covering all Association events; Compiles and transmits documents to be published through media sponsored and/or supported by the Association
<b>Section 6.5. Chaplain</b>		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Chaplain</i>	An active member of the Association; Demonstrated experience with a level of comfort performing Christian presentations; Team Player;	Presents opening prayer at Association functions and events; Coordinates resolution service for deceased alumni with the Recording Secretary and the Office of Alumni Affairs.

## SECTION 7 MEETINGS

**Section 7.1. Membership Participation.** Active members, present and voting at National Meetings, constitute a quorum for the conduct of business. Active Members, in accordance with the Constitution and Bylaws shall be entitled to one (1) vote each for the purposes of action on agenda items, matters brought to the floor and amendments to the Constitution and Bylaws.

**Section 7.2. Special Meetings.** The President of the Association, with the approval of the Executive Board, may convene a special meeting of the membership provided that written notice has been given not less than fifteen days (15) days prior to said meeting to all members of the Association.

**Section 7.3. Conventions.** A convention of delegates may be held when called for by the President of the Association, with the approval of the Executive Board, provided that written notice has been given not less than six months (6) months prior to said meeting to Active Members of the Association.

## **SECTION 8 EXECUTIVE BOARD**

**Section 8.1. Composition of the Executive Board.** The voting members of the Executive Board shall consist of the President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Financial Secretary, all Regional Vice Presidents, all Members-at-Large, General Counsel, Parliamentarian, Sergeant-at-Arms, Publicity Director, and Chaplain.

**Section 8.2. Ex-Officio Members.** Ex-Officio members of the Executive Board shall be the President of Florida A&M University or the designated representative, Chairman of the FAMU Board of Trustees or the designee; the President of the Student Government Association at the University, the President of the FAMU Student National Alumni Association, and all past Presidents of the Association. Ex Officio members are entitled to vote when present at the meeting, but shall not count against the quorum if not present.

**Section 8.3. University and Paid Staff as Members.** The Executive Director of Alumni Affairs and paid staff of the Association shall be non-voting members of the Executive Board.

### **Section 8.46. Executive Board Duties and Powers**

- A. When the Executive Board is not in session, the authority to act on behalf of all members of the Association is entrusted to the National President upon consultation with and approval of the majority of the officers of the Executive Board; either by telephone or in writing. Written communication shall be the confirming document to substantiate the claimed approval.
- B. The Association shall not be financially responsible for the conduct of any member unless specifically authorized in writing by the Executive Board. No committee or member shall have the authority to pledge the credit of the Association unless specifically authorized in writing by the Executive Board.
- C. The President and General Counsel shall review all contracts with hotels, suppliers, and vendors for certain goods and/or services before being executed. Contracts in excess of \$1,000.00 for transactions approved by a majority of the Executive Board shall be signed by the President of the Association after review and concurrence of the General Counsel. Contracts for items less than \$1,000.00 for transactions approved by a majority of the Executive Board may be signed by an officer as delegated by the President.



- D. The Executive Board may fix reasonable compensation for an officer to administer the regular affairs of the Association.
- E. Subject to the concurrence of the President of the University, the Executive Board may authorize the Director of Alumni Affairs to administer the regular affairs, or any part thereof, of the Association.
- F. The Executive Board may appeal the Parliamentary rulings of the President by majority vote. Any good faith alleged ambiguity of the Bylaws or Rules of Procedure shall be determined by majority vote of the Executive Board.
- G. The Executive Board may suspend a member for actions contrary to the FAMUNAA Charter, Constitution, Bylaws or Federal and State law. Unless the actions of the Member constitute an emergency or serious and grave harm to the Association and or the University, the Executive Board shall provide fifteen (15) days notice of a hearing for the Member to present witnesses on their behalf. A majority approval of the Executive Board is necessary to suspend a Member. Any Member of the Association may appeal their suspension to the Membership. Such appeal shall be placed on the agenda at the next available National Meeting of the Membership.
- H. The Executive Board shall ensure that membership directory information provided to the FAMUNAA, or other intellectual property, shall not be used for commercial purposes unless approved by a majority vote of the Executive Board present and voting.

**Section 8.5. Quorum for Executive Board Meetings.** A quorum for meetings of the Executive Board shall be constituted by one-third (1/3) of the Executive Board. Once a quorum has assembled business may be conducted and decided by majority vote of the Executive Board members present and voting. The Executive Board may act and ballot by mail, telephone, and otherwise as it may deem appropriate by the general membership or as the President or Executive Board may direct.

**Section 8.6. Special Meetings of the Executive Board.** The President of the Association, or any Executive Board member may convene a special meeting of the Executive Board, provided that a majority of the Executive Board members approve and not less than ten (10) days written notice has been given to all Executive Board members prior to the date of the meeting. For all special meetings, each Executive Board member shall be polled and informed of the proposed agenda at the time they are polled.

## **SECTION 9 COMMITTEES**

**Section 9.1. General Practices.** All committees and its members shall be appointed by the President, Membership or Executive Board as provided in the bylaws. All appointments must be confirmed by a majority vote of the membership or Executive Board. Any committee may act and ballot by mail, telephone or otherwise as it may wish or as the President or Executive Board may direct. All committee appointments serve at the will and pleasure of the President, Membership or Executive Board that appointed the officer. No Committee may expend funds or pledge the credit of the Association without approval of the

membership or the Executive Board by majority vote. All Committees must report all action items to the Membership or the Executive Board for approval.

**Section 9.2. Standing Committees.** The following committees shall be considered as the standing committees of the Association: Budget & Finance, Financial Aid & Scholarship, Membership Recruitment, Student Recruitment, Constitution and Bylaws, Fund Raising, Governmental Affairs, Image Building and Public Relations, Media and Technology, and Audit.

### **Section 9.2.1. Budget & Finance Committee Composition and Duties**

Section 9.2.1.1. The Budget & Finance Committee will consist of the Treasurer, Recording Secretary, Financial Secretary and at least two (2) other members to have regional representation and shall perform the following duties:

Section 9.2.1.2. Prepare an annual budget at least sixty (60) days before the annual meeting and shall submit the budget to the Executive Board for review and to the membership for approval.

Section 9.2.1.3. Monitor the budget throughout the year and submit recommendations to the Executive Board for amendments as needed.

Section 9.2.1.4. Receive alumni and university funding requests that are within the scope of the Association's programs and submit them to the Executive Board at least ninety (90) days before the annual meeting.

### **Section 9.2.2. Financial Aid & Scholarship Committee Composition and Duties**

Section 9.2.2.1. The Financial Aid & Scholarship Committee will consist of the Second Vice President and at least one (1) representative from each established region and shall perform the following duties:

Section 9.2.2.2. Maintain contact with the University for all student recruitment programs and activities.

Section 9.2.2.3. Plan and coordinate all student recruiting programs and activities for the Association to obtain funds for financial aid and scholarships.

Section 9.2.2.4. Monitor and promote chapter endowments to assure a secure base of scholarship funding to award students.

Section 9.2.2.5. Design and present a detailed report to the annual meeting outlining the distribution of financial aid and scholarships.

### **Section 9.2.3. Membership Recruitment Committee Composition and Duties**

Section 9.2.3.1. The Membership Recruitment Committee will consist of the Financial Secretary and at least one (1) representative from each established region and shall perform the following duties:

Section 9.2.3.2. Plan, implement and coordinate all membership activities (Life, Subscribing Life, Student Life, alumni and other members) to assure that all eligible persons are recruited and retained as members of the Association.

Section 9.2.3.3. Recruit alumni and associate members and other significant persons to increase the Association membership.

Section 9.2.3.4. Develop and maintain an accurate roster of all members by categories to contribute to a complete database.

#### **Section 9.2.4. Student Recruitment Committee Composition and Duties**

Section 9.2.4.1. The Student Recruitment Committee will consist of the Second Vice President and at least one (1) representative from each established region and shall perform the following duties:

Section 9.2.4.2. Be in contact with the University for all student recruitment programs.

Section 9.2.4.3. Plan and coordinate all recruiting programs and activities for the Association's recruitment of students for academics and athletic programs of the University.

Section 9.2.4.4. Search for outstanding students, academically and athletically.

#### **Section 9.2.5. Governmental Affairs Committee Composition and Duties**

Section 9.2.5.1. The Governmental Affairs Committee will consist of the President and each of the established Regional Vice Presidents and shall perform the following duties:

Section 9.2.5.2. Coordinate with the University in a timely fashion to secure the University's legislative priorities.

Section 9.2.5.3. Encourage all Chapters to identify and communicate with legislators to support the legislative initiatives of the University.

Section 9.2.5.4. Establish a timeline and schedule visits to interact with the local elected officials (Federal, State, County and City) during the off-session periods.

Section 9.2.5.5. Plan and organize Annual Alumni Legislative Day in support of the University legislative platform at the State and National levels during the legislative session.

#### **Section 9.2.6. Image Building & Public Relations Committee Composition and Duties**

Section 9.2.6.1. The Image Building & Public Relations Committee will consist of the Recording Secretary, Corresponding Secretary, Publicity Director, Media and

Technology Chair and Public Relations Chair from each established Region and shall perform the following duties:

Section 9.2.6.2. Endeavor to perform all image enhancements of the Association and the University.

Section 9.2.6.3. Establish lines of communication with all of the Chapters and Regions to secure newsworthy articles / stories for national publications.

Section 9.2.6.4. Develop a comprehensive media list for distributing news releases.

Section 9.2.6.5. Develop the content and messaging for all Association and media releases.

Section 9.2.6.6. Works with all Publications to ensure the Association's inclusion.

Section 9.2.6.7. Monitor State and National media to respond as appropriate to promote positive image on issues for the Association and the University.

Section 9.2.6.8. Write Opinion Editorial "Op Ed" pieces, Editorials, Press Releases, Media Stories or other articles to enhance the image of the University with the Association support.

Section 9.2.6.9. Secure positive and meaningful publicity for the work of the Association with the press, to include print and broadcast media.

Section 9.2.6.10. Plan strategically to counteract derogatory and erroneous statements in the media about the Association and / or the University.

Section 9.2.6.11. No publicity shall be released without first being approved by the President.

### **Section 9.2.7. Media and Technology Committee Composition and Duties**

Section 9.2.7.1. The Media and Technology Committee will consist of the Publicity Director, a computer information specialist from each region, the Recording Secretary and Media and Technology Chair and shall perform the following duties:

Section 9.2.7.2. Research, review and recommend methodology for the delivery of content.

Section 9.2.7.3. Recommend procurement of the most appropriate software and hardware to maximize the services to the NAA members, create database, etc.

Section 9.2.7.4. Ascertain the most effective use of Teleconference / Telecommunication to the broader audience.

Section 9.2.7.5. Recommend utilization of the current and most effective information technology available (i.e. Facebook, MySpace, LinkedIn, Twitter, etc.).

Section 9.2.7.6. Maintain Web Site serving as the national “Web Master”.

Section 9.2.7.7. Review existing media and technology programs to determine their validity for use by the FAMUNAA.

### **Section 9.2.8. Constitution and Bylaws Committee Composition and Duties**

Section 9.2.8.1. The Constitution and Bylaws Committee shall consist of the Parliamentarian and Sergeant-at-Arms, and a Parliamentarian from each established Region and shall perform the following duties:

Section 9.2.8.2. The Constitution and Bylaws Committee shall review the Constitution and Bylaws and the Policies and Procedures Manual, at least annually, for current status and possible recommendations for changes. Amendments to the Constitution and Bylaws requires approval by the membership. Amendments to the Policies and Procedures requires approval by the Executive Board or the membership.

### **Section 9.2.9 Fund Raising Committee Composition and Duties**

Section 9.2.9.1. The Fund Raising Committee shall consist of NAA Vice Presidents, the Financial Secretary and a member from each established Region and shall perform the following duties:

Section 9.2.9.2. The Fund Raising Committee shall plan and implement programs and projects to secure funds as required by the budget and the national Association’s operations as directed by the President and/or the Executive Board.

### **Section 9.2.10. Audit Committee Composition and Duties**

Section 9.2.10.1. The Audit Committee shall consist of the First Vice President, the General Counsel and a member from each established Region and shall perform the following duties:

Section 9.2.10.2. The Audit Committee shall analyze and review the internal operations, both financial and performance audits of all the Association activities.

### **Section 9.3 Special Committees**

There may be other Special Committees that the President shall create and appoint with approval by majority vote of the Executive Board, to handle unique matters of the Association. These special committees shall perform functions as determined by the President of Executive Board.

**Section 9.3.1. Rules and Criteria Committee.** A Rules /Criteria Committee, appointed by the President and approved by a majority of the Executive Board, shall establish rules/criteria for voting and shall monitor activities to insure compliance when voting on agenda, floor matters, constitutional changes, and all other issues, during National Meetings or Conventions. Criteria should include, but not limited to:

- A. Must be an active member of the Association as determined by the official roster of the Financial Secretary in coordination with the Regions and Chapters. The official roster may also be coordinated with the Office of Alumni Affairs.
- B. If a member of the Executive Board, must be registered for the National Meeting or Convention.
- C. If not a member of the Executive Board; must register as a delegate by a Chapter.

## **SECTION 10 REPORTS**

**Section 10.1. Budget & Finance Committee Report.** The Budget & Finance Committee shall present an annual budget to the Executive Board for review and to the membership for approval at the annual meeting.

**Section 10.2. Treasury Report.** The Treasurer shall, each year, present to the annual meeting, a written, summary report of the finances of the Association, and the purpose of its expenditures.

**Section 10.3. Chapter Reports.** Chapters will submit their respective Regional Vice Presidents, the National Financial Secretary and the Office of Alumni Affairs, financial reports and narrative reports of chapter activities and services performed when requested. Reports shall include those items/subjects as directed by the Executive Board.

Section 10.4 Official Documents. Copies of all official Association documents shall be located for dissemination in the FAMU Office of Alumni Affairs, online, and on file with the Association's Recording Secretary.

## **SECTION 11 CHARTERS**

**Section 11.1. Securing a Charter.** The Association, through the Executive Board, may grant a charter to a local chapter where requirements of compliance with the Constitution and Bylaws of the Association and all other governing rules of the Association and the University that apply are met. Organizations, not chartered, will be considered illegal as far as involvement with the University and the Association is concerned.

**Section 11.1.1. Defining Chapter Geographical Boundaries.** For the purposes of organization and determining applicability of individual members' dues payable at the national, region, and chapter levels, each chapter shall have its own chapter geographical boundaries established as approved by the Association. Geographical areas shall be established in the following manner:

**Section 11.1.1.1.** Each chapter shall submit to the Association's Executive Board a proposal for its geographical boundaries, as agreed upon by the chapter membership. The proposal shall specify the boundaries requested as defined by the state, county, zip code(s), and/or city/town.

**Section 11.1.1.2.** Upon receipt of the boundary proposal, the Executive Board shall make the decision regarding the chapter's established boundaries and provide its decision in writing to the chapter. The Executive Board may request, or the chapter may provide, additional explanation(s) as deemed appropriate to make an informed decision.

**Section 11.1.1.3.** If chapters request geographical boundaries that partially or fully overlap each other, the Executive Board may grant shared chapter boundary areas.

**Section 11.1.1.4.** If a chapter wishes to appeal or re-establish its boundaries, it may submit a written explanation and new proposal to the Executive Board for approval.

**Section 11.1.1.5.** The procedures in Section 11.1.1. and its Subsections shall apply to all existing Chapters and they shall be required to get their geographical boundaries approved by the Association's Executive Board.

**Section 11.1.2. Chapter Documents.** Each authorized Chapter and Region shall submit to the Executive Board a written set of Bylaws pursuant to, and not inconsistent with, the Constitution and Bylaws of the Association, and shall submit and keep updated financial records and a list of officers as a condition for receiving and maintaining its charter of authority.

**Section 11.2. Charter Documents.** Upon the chapter's completion of all requirements to become chartered, the Association shall issue a charter to that chapter. The Association shall also provide to the chapter, a copy of the Association's Constitution, Bylaws, Policies and Procedures Manual, and all other documents deemed necessary for the chapter to operate as a part of the Association.

**Section 11.3. Charter Governance.** The Association, through the Executive Board, reserves the right to take any and all actions to ensure that Regions and Chapters conform to the mandates of the Constitution, Bylaws, and Policies and Procedures of the Association. Such actions may include the supervision of elections at any Region or Chapter level; pursuant to such Region or Chapter constitution, bylaws, policies, or appropriate actions taken by its elected officers.

**Section 11.4. Losing a Charter.** Any charter of authority may be suspended or revoked by the Executive Board, by a two-thirds (2/3) majority vote, whenever the Chapter is in violation of Association rules and the Board shall deem that just cause for suspension or revocation is present. However, a full hearing on charges may be held before the Executive Board, at which time the chapter may be represented by the person or persons of its choice. Any such chapter suspension or revocation shall not invalidate or impair the membership in the Association of any member of the chapter.

## **SECTION 12 REGIONS**

**Section 12.1** To secure equitable participation of delegates and to nominate regional members to the National Board, the Association shall have five regions. Each Chapter shall

be established in one of the five regions, according to the state in which they are located, as outlined below:

## **12.2 FARWEST**

Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oklahoma, Oregon, Texas, Utah, Washington and Wyoming.

## **12.3 FLORIDA**

Florida.

## **12.4 MIDWEST**

Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, and Wisconsin.

## **12.5 NORTHEAST**

Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont, Virginia, Washington D.C. and West Virginia.

## **12.6 SOUTHERN**

Alabama, Arkansas, Georgia, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee.

# **SECTION 13 GRIEVANCES**

**Section 13.1. Processing A Grievance.** All grievances, complaints, or problems should be resolved at the lowest organizational level possible.

**Section 13.2. Individual Grievance.** Individual members should present their grievance to the chapter of their membership for resolution. The grievance should be in writing and contain sufficient facts to enable effective resolution. Chapters will process the grievance in accordance with the Chapter's constitution and bylaws. If the grievance is not satisfactorily resolved, the grievance, action taken, recommendations, any other pertinent documents will be forwarded to the Regional Vice President for review and appropriate action. The Regional Vice President, in consultation with their Executive Board, will review the grievance and take action deemed appropriate. If unresolved at that level, the grievance package will be forwarded to the National President and Executive Board for resolution.

**Section 13.3. Region or Local Chapter Grievance.** The procedure for processing Region and Chapter grievances is the same as outlined for individual members.

**Section 13.4. Ruling on Grievances.** Action taken by the national Executive Board is final and binding on all parties concerned.



**SECTION 14  
PARLIAMENTARY AUTHORITY**

**Section 14.1. Governing and Operating Rules.** The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Association in all matters to which they are applicable and in which they are not inconsistent with these Bylaws. Nothing in these Bylaws is intended to constitute a waiver of any article of the Constitution.

**Section 14.2. Policies and Procedures.** The Policies and Procedures Manual prescribing the policies, procedures and practices guiding the internal operations of the Association, shall be adopted pursuant to the Constitution and Bylaws.

**SECTION 15  
ADMENDMENTS OF BYLAWS**

Bylaws shall be amended by a simple majority vote of the active membership present and voting at a National Meeting.

These Bylaws were adopted at the 1991 Winter Meeting and were amended in:

December 1994	December 1996	January 2008
April 1997	January 1998	May 2010
April 1998	April 2001	May 2013
April 2002	January 2003	

AFFIDAVIT

STATE OF FLORIDA)  
COUNTY OF \_\_\_\_\_)

Before me, the undersigned authorities personally appeared

1. Tommy L. Mitchell, Sr.

to me well known or identified with the following identification \_\_\_\_\_; and known to be persons who subscribed to the foregoing revised Bylaws of Florida Agricultural and Mechanical University Alumni Association, Inc., a corporation not for profit, organized under Chapter 617, Florida Statutes, and they acknowledged before me that they executed the same for the uses and purposes therein expressed, and that each of them after being first duly sworn by me upon oath according to law says that they are a natural person competent to contract, and it is the intent by each of them severally as subscribers and incorporators in the above and foregoing revised Bylaws as referenced in the Charter and Constitution to carry out the purposes and objects set forth the purposes and objects set forth therein in good faith on May 17, 2013.

Sworn to and subscribed before me this \_\_\_\_\_ day of \_\_\_\_\_, 2013.

\_\_\_\_\_  
Tommy L. Mitchell, Sr.  
President

STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_  
Sworn to and subscribed  
Before me on this \_\_\_\_\_ day  
of \_\_\_\_\_, 2013.  
Notary Public

My Commission expires:

AFFIDAVIT

STATE OF FLORIDA)  
COUNTY OF \_\_\_\_\_)

Before me, the undersigned authorities personally appeared

1. Mary H. Smith

to me well known or identified with the following identification \_\_\_\_\_; and known to be persons who subscribed to the foregoing revised Bylaws of Florida Agricultural and Mechanical University Alumni Association, Inc., a corporation not for profit, organized under Chapter 617, Florida Statutes, and they acknowledged before me that they executed the same for the uses and purposes therein expressed, and that each of them after being first duly sworn by me upon oath according to law says that they are a natural person competent to contract, and it is the intent by each of them severally as subscribers and incorporators in the above and foregoing revised Bylaws as referenced in the Charter and Constitution to carry out the purposes and objects set forth the purposes and objects set forth therein in good faith on May 17, 2013.

Sworn to and subscribed before me this \_\_\_\_\_ day of \_\_\_\_\_, 2013.

\_\_\_\_\_  
Mary H. Smith  
Recording Secretary

STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_  
Sworn to and subscribed  
Before me on this \_\_\_\_\_ day  
of \_\_\_\_\_, 2013.  
Notary Public

My Commission expires: