

(REVISED-JANUARY 2008)
BYLAWS OF THE
FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY
NATIONAL ALUMNI ASSOCIATION INC.

ARTICLE I
OBJECT

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.

ARTICLE II
MEMBERS

Section 1. Full Membership. Persons who are alumni of the former Normal School; all alumni of Florida A&M College and Florida A&M University, and persons who have completed one semester, who left in good standing, may become Full Members in the Association.

Section 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 majority vote of the membership at any regular meeting by those present and voting. Chapters that identify such a person may enroll them as an Associate Member in their Chapter. Associate Members may vote and hold elective office at the Region level and below. Associate Members cannot hold elective office at the National level.

Section 3. 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, but may vote and participate at National Meetings.

Section 4. 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 cannot vote, cannot serve on committees and cannot hold office at the National level.

Section 5. Active Members. To be considered an Active Member of the Association, the member must pay required annual assessment(s). An Active Member is often referred to as a Voting Member or a 'member in good standing'.

Section 6. Life Membership Status. Upon meeting the financial and other qualifications as established by the Association and payment of a one time assessment of \$750.00, an Active Member shall acquire Life Membership Status with the payment of a seven hundred fifty(\$750.00) dollars, one time, assessment. All persons with Life Membership Status shall be exempt from paying National dues but are required to pay all applicable annual Region and Chapter assessments to be considered as Active Members(members in good standing) of the Association.

Section 7. Students as Members. A student, pursuing an undergraduate degree, after completion of the first semester, trimester, quarter; may become a Life Member upon payment of five hundred (\$500.00) dollars. Payment of the entire fee must be completed no later than one year after leaving the University.

Section 8. 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 and the applicable dues to the selected Region and Chapter.

Section 9. Membership Year. The fiscal year of the Association, the same for the University, is July 1 – June 30. The program year for the Association is January 1 to December 31 which defines the time frame for the payment of dues; thus defining the membership year.

ARTICLE III OFFICERS

Section 1. Elected Officers. The National Officers of the Association will be President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Financial Secretary. Officers elected at the Region level include the five(5) Region Vice Presidents and five(5) At-Large Committee Persons. Regions of the Association shall elect respective At-Large Committee Persons and Regional Officers.

Section 2. Appointed Officers. With approval of the Executive Board, the President shall appoint the Publicity Director, Parliamentarian, Sergeant-at-Arms, Chaplain, General Counsel, and three non-voting members.

Section 3. 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) members. The committee shall present to the Association, at the National Meeting, during Commencement, the names of persons to be elected as officers of the Association. Additional candidates, who are full members, may be nominated, from the floor, at the Spring Meeting. In order to be included on the ballot, a person/nominee must meet all requirements of full membership as prescribed by the Constitution and Bylaws no later than the opening of the meeting at which the nominations are presented and approved. The ballot shall contain the names of nominees for elective officers.

Section 4. Voting by Mail. An election ballot and resumes of each approved nominee shall be mailed from the Association to each active member/member in good standing, in the Association. This information will be mailed to each active 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 President, after consultation with - and approval of the majority of the Executive Board members, 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 only one extension for the same election.

Section 5. Election by Ballot. 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 (50% plus one vote) of the eligible votes cast. Should no candidate receive the majority vote, a run-off election between the two candidates receiving the highest number of votes will be held. 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 6. Terms of Office. Elected officers shall hold office three (3) consecutive years commencing upon election or until their successors shall have been appointed and qualified. An officer shall not hold the same office for more than two (2) consecutive terms. Except for the president, the Executive Board shall have the power to fill the un-expired term of any vacancy in any elective office of the Association. Succession to the office of president is bounded by the Association's Constitution and Bylaws and the parliamentary authority adopted by the Association.

Section 7. Suspension/Removal of Officers. Any officer may be relieved of duty after a petition signed by a two-thirds (2/3) majority of active members of the Association is presented to the Executive Board. The Executive Board shall be required to place the question of removal on the agenda at the next scheduled meeting or special meeting of the Association within thirty(30) days after the petition is submitted. The Executive Board may temporarily suspend an officer of the organization by two-thirds(2/3) vote of the Board members present. This suspension shall not exceed forty-five (45) days. The active membership of the Association, after a hearing in consideration of the charges/allegations may vote to suspend the officer(s) for a defined period of time or remove the officer(s) from position.

Section 8. Right of Officers to Appeal Suspension/Removal. An officer may appeal a suspension/removal action by the submission of a Notice to Appeal letter to the President of the Association. Upon receipt of said letter, the President will set a date for an Executive Board hearing. The time and place of the hearing shall be agreed upon by all parties concerned but shall not to exceed thirty (30) days from receipt of the Notice of Appeal Letter. The officer appealing may present witness, and or/substantial documentation to oppose the suspension/removal action. The Executive Board may sustain, modify, or rescind the suspension/removal action by a majority action of the members present and voting. Ruling of the Executive Board will be final.

Section 9. Voting Eligibility. To be eligible to vote in a national election, the voter must be financial member, of record in the Office of Alumni Affairs, 45 days prior to the mailing of ballots for the election.

ARTICLE IV

DUTIES OF ELECTED OFFICERS

Section1. President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>President</i>	<p>An active, full member of the Association; Attended 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, 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 temporary and permanent committees or persons as provided in the constitution; Serves as one of the authorized signatories on all checks and drafts; 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; Performs governmental relations through activities, that influence legislation that impacts the University; Serves as liaison to the Far West and North Central Regions with the responsibility of providing overall support and assistance, as needed, to improve membership and chapter participation.; Performs ceremonial duties at graduations and Homecoming Serves as keynote speaker for chapter and alumni events.</p>

Section 2. First Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>First Vice President</i>	An active, full member of the Association; Attended at least one type of each National Meeting within the past three years; 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.	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 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.
Section 3. Second Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Second Vice President</i>	Same as for First Vice President	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 to recruit students to the Association for the purpose of developing better Student-Alumni relations; Serves as coordinator for the Association's National Convention; Serves as liaison to the Northeast Region with the responsibility of providing overall support and assistance as needed to improve membership and chapter participation.

Section 4. Third Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Third Vice President</i>	Same as for First Vice President	Presides at National Meetings in the absence of the President, First and Second Vice Presidents; Chairs Executive Board Meetings in the absence of the President, First and Second Vice Presidents; Serves as a member of the Reunion Committee and Fund Raising Committee; Serves as liaison to the Southern Region with the responsibility of providing overall support and assistance, as needed, to improve membership and chapter participation.
Section 5. Recording Secretary		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Recording Secretary</i>	An active, full member of the Association; Proficient in the understanding and use of the English language; Appropriate ability to read, explicitly; Ability to compile and compose documents with clarity; Able to record, compile compose, file and distribute minutes in a timely fashion; Amenable to fulfilling the duties until the end of the term; Team player.	Records minutes of all meetings; Serves as official custodian of all documents; Transmits all minutes, reports, committee reports, constitutional changes, etc... to chapters and Executive Board members within sixty days (60) days after meetings; Serves as one of the three authorized signatories on all checks, drafts, vouchers and certified copies of acts of the Association.
Section 6. Corresponding Secretary		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Corresponding Secretary</i>	An active, full 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; Conducts general correspondence of the Association, excluding correspondence that is functionally proper to other officers or committees.

Section 7. Financial Secretary		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Financial</i>	An active, full 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 8. Treasurer		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Treasurer</i>	An active, full member of the Association; Capable of maintaining accurate financial records and furnish surety company fidelity bonds; Committed to serve until term expires; Team Player.	Serves on the Budget Committee; Reconciles the check registry in collaboration with the Financial Secretary, Office of Alumni Affairs, and University Staff; Gives complete account of 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.

DUTIES OF APOINTED OFFICERS

Section 9. Publicity Director		
<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
Section 10. Parliamentarian		
<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 rulings when requested.
Section 11. Sergeant-at-Arms		
<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 Committee when needed; Performs logistics to ensure that functional and environmental surroundings are organized and stable for National Meetings and Conventions.

Section 12. Chaplain		
<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 Secretary and the Office of Alumni Affairs.
Section 13. General Counsel		
<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.
Section 14. Region Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Region Vice President</i>	An active, full 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.

Section 15. Member-at-large		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>At-Large Committee Person (Member-At-Large)</i>	An active, full 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 16. All Officers. The elected and appointed officers shall perform the specific duties outlined above as well as those duties referenced in the Constitution and Bylaws of the Association. The duties of officers are further bounded by the parliamentary authority adopted by the Association.

ARTICLE V

MEETINGS

Section 1. Membership Participation. Active members, present 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 for the purposes of action on agenda items, matters brought to the floor and amendments to the Constitution and Bylaws.

Section 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 regular members of the Association.

Section 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.

ARTICLE VI

EXECUTIVE BOARD

Section 1. Composition of the Executive Board. The members of the Executive Board shall consist of the President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, Financial Secretary, all Regional Vice Presidents, all At-Large Committee Persons, Publicity Director, Parliamentarian, Sergeant-at-Arms, Chaplain, General Counsel; the University President or the designated representative, Chairman of the Board of Trustees or the designee; all past presidents of the Association; the president of the student body at the University and three(3) persons(non-voting), appointed by the President of the Association.

Section 2. Ex-Officio Members. Ex-Officio members of the Executive Board shall be the President of Florida A&M University and the immediate Past-President of the Association.

Section 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 4. Quorum for Executive Board Meetings. A quorum for meetings of the Executive Board shall be constituted by one-third(1/3) of the Executive Committee. Once a quorum has assembled business may be conducted and decided by majority vote of the Executive Board members present. The Executive Board may act and ballot by mail, telephone, and otherwise as it may deem appropriate by the membership or as the President or Executive Board may direct.

Section 5. 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, providing that three-fourth (3/4) of the Executive Board members approve and not less than fifteen (15) 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 6. 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, First Vice 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 shall be signed by the President of the Association after review and concurrence of the General Counsel.

- 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.

ARTICLE VII

COMMITTEES

Section 1. General Practices. Any committee may act and ballot by mail, telephone or otherwise as it may wish or as the President or Executive Board may direct.

Section 2. Standing Committees. The following committees shall be considered as the standing committees of the Association: the Budget Committee, the Financial Aid/Scholarship Committee, the Membership Committee, the Constitution and Bylaws Committee, the University Liaison Committee, the Fund Raising Committee, the Political Liaison Committee, and the Technology/Media Committee. A member of the Executive Board shall chair each standing committee.

Section 3. Constitution and Bylaws Committee President shall appoint active members of the Association to review the Constitution and Bylaws at least once every two(2) years for possible revision and updating. Proposed amendments, if any, shall be submitted for ratification by the Association at the next subsequent National Meeting of the Association.

Section 4. Policies and Procedures Committee The President of the Association shall appoint a committee to review the Policies and Procedures Manual for possible revision and updating as required; but at least once every two (2) years. Proposed changes, if any, shall be submitted to the Executive Board for approval.

Section 5. Rules and Criteria Committee. A Rules /Criteria Committee, appointed by the President, 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 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 referenced through the Office of Alumni Affairs.
- B. If a member of the Executive Board, must be registered for the Convention.
- C. If not a member of the Executive Board; must register as a delegate by a Chapter.

ARTICLE VIII

REPORTS

Section 1. Budget Committee Report. The Budget Committee shall present an annual budget to the Executive Board for approval at the first Executive Board meeting of the operating year.

Section 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 3. Chapter Reports. Chapters will submit to the Financial Secretary and 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.

ARTICLE IX

CHARTERS

Section 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 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 2. Charter 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 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 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 actions taken by its elected officers.

Section 4. Losing a Charter. Any charter of authority may be suspended or revoked by the Executive Board whenever 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.

ARTICLE X
GRIEVANCES

Section 1. Processing A Grievance. All grievances, complaints, or problems should be resolved at the lowest organizational level possible.

Section 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 Committee 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 3. Region or Local Chapter Grievance. The procedure for processing Region and Chapter grievances is the same as outlined for individual members.

Section 4. Ruling on Grievances. Action taken by the national Executive Board is final and binding on all parties concerned.

ARTICLE XI
PARLIAMENTARY AUTHORITY

Section 1. Governing and Operating Rules. The rules contained in the current edition of Robert's Rules of Order Newly Revised, 10th Edition 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 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.

ARTICLE XII
ADMENDMENTS OF BYLAWS

Bylaws shall be adopted by a simple majority vote of the active membership at a National Meeting.

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

December 1994
April 1997
April 1998
April 2002

December 1996
January 1998
April 2001
January 2003

January 2008