

# ***Constitution and Bylaws*** ***Norfolk State University Alumni Association, Inc.***

**Adopted July 19, 2003**

## **ARTICLE I**

The name of the Association shall be the Norfolk State University Alumni Association.

## **ARTICLE II**

The purposes of the Association shall be to organize the alumni of Norfolk State University to develop and encourage interest, and promote the educational objectives and activities of Norfolk State University by providing an organization through which alumni of the University may:

1. Assist the University in its efforts to obtain public and private support
2. Assist the University in recruitment and retention of students, and the development of career opportunities, aided by the awarding of scholarships to deserving and needy students.
3. Communicate with alumni and friends in support of the University.
4. No part of the net earnings of the Association shall inure to the benefit of any officer or member of this organization.
5. The Association shall not engage in attempts to influence legislation or in substantial lobbying, except in support of Norfolk State University as an educational institution.

## **ARTICLE III -- MEMBERSHIP**

The Association shall be composed of five classes of membership herein defined:

1. A Chapter Member shall be a person who has attended Norfolk State University, or any of its predecessors (the Norfolk Unit of Virginia Union University, the Norfolk Polytechnic College, the Norfolk Division of Virginia State University, and Norfolk State College) and has paid the annual dues of the local chapter and the Association. Chapter Members shall be entitled to all benefits and privileges of the Association, vote on chapter matters, hold office, and serve on committees.
2. An At-Large Member shall be any person who has attended Norfolk State University, or any of its predecessors for a period of two semesters and has paid the annual dues of

the Association, but resides in an area where there is no established chapter. At-Large Members shall be entitled to all benefits and privileges of the Association, vote on Association matters, hold office, and serve on committees.

3. An Associate Chapter Member shall be any person who has not attended Norfolk State University, or any of its predecessors, but is desirous of supporting the University and has paid the annual dues of the chapter and the Association. An Associate Chapter Member shall be entitled all benefits and privileges of the Association, vote on chapter matters, hold office, and serve on committees.
4. An Honorary Member shall be any person upon whom the Association or a chapter bestows honorary membership because of distinguished service to the University and the community at large. Honorary Members shall not be eligible to vote or hold office in the Association or local chapters.
5. A Life Member shall be a person who meets the qualifications in one of three membership categories currently identified in the constitution, i.e. Chapter Member, At-Large Member or Associate Member. Moreover, a Life Member will pay a one-time life membership fee. This one-time payment will exempt a member from paying national dues for life. However, all members are still mandated by the constitution and by-laws of the Association and/or their local chapter. A Life Member shall be entitled to all benefits and privileges of the Association.

#### **ARTICLE IV -- BOARD OF DIRECTORS**

The Board of Directors of this Association shall consist of the following members: President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, Chaplain, Immediate Past President, and a designee from each chapter. The Director of Alumni Relations and President of the Pre-Alumni Chapter shall be ex-officio members of the Board.

#### **ARTICLE V -- EXECUTIVE COMMITTEE**

The Executive Committee shall consist of the President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, Chaplain, and Immediate Past President of the Association.

#### **ARTICLE VI -- BY-LAWS**

The Association may adopt such By-Laws as necessary to achieve the purposes for which the Association was established.

#### **ARTICLE VII -- DISSOLUTION**

In the event of the dissolution of the Association, all assets and properties shall be distributed to Norfolk State University *Foundation, a 501-C-3 Organization, or another organization established by Norfolk State University with 501-C-3 status.*

## **ARTICLE VIII -- AMENDMENTS**

This Constitution may be amended by two-thirds of the voting delegates at any properly called meeting of the Association; provided that the substance of the proposed amendments has been submitted to the chapters with notice of the meeting at least 45 days in advance.

### **BY-LAWS TO THE CONSTITUTION** **NORFOLK STATE UNIVERSITY** **ALUMNI ASSOCIATION**

## **ARTICLE I -- ORGANIZATION**

### **SECTION I -- CHAPTERS**

- A. A Chapter shall be any regularly organized group of ten or more active members as defined in Article III of the Constitution and which has been approved as a chapter by the Board of Directors. A chapter shall be committed to the goals and purposes of the Association, an active participant in the programs of the Association, and empowered to adopt rules and execute plans to these ends. A chapter's constitution and by-laws shall not be in conflict with the constitution and by-laws of this Association. Chapters with less than ten active members may be discontinued by the Board of Directors.
  
- B. A new chapter is a chapter in an area in which one did not exist. A national officer or chapter president will be assigned as a mentor for two years. The mentor will advise the chapter on all major decisions and as needed by the chapter. The mentor will provide the benefit of his/her experience to support the new chapter. The mentor will report progress to the Executive Committee.
  
- C. A reorganized chapter is a chapter that has not been active (paid National dues) for more than two years. A national officer will be assigned as a mentor for two years. The mentor will advise the chapter on all major decisions and as needed by the chapter. The chapter's monthly financial transactions including, but not limited to, bank statements, meeting minutes, and proposed contractual agreements will be mailed to and monitored by the mentor. All contractual agreements must be approved by the Executive Committee. Two or more officers of the chapter must sign contractual agreements. The chapter will receive an evaluation every six months by the Executive Committee. The mentor will report progress to the Executive Committee. The monitoring period may be extended based on the annual review of the chapter.
  
- D. A reactivated chapter is a chapter that has not been active (paid National Dues) for at least one year (less than two) or has not been able to maintain a minimum of 10 paid members. If the chapter has been inactive for less than two years, a national officer will assigned as advisor. The First Vice President and Membership Chair will assist the Chapter membership and report progress to the Executive Committee.

## **SECTION II -- HEADQUARTERS**

The headquarters of this Association shall be located on the campus of Norfolk State University or in the city of Norfolk, the location shall be determined by the Board of Directors.

## **SECTION III -- THE-DIRECTOR OF ALUMNI RELATIONS**

The Director of Alumni Relations is the official liaison officer between the Association and the Administration of Norfolk State University. The director shall be an ex-officio member of the Board of Directors and the Executive Committee, except when the Board of Directors or the Executive Committee is in executive session. The director shall provide the Association with an updated alumni mailing list, house the current and non-current official records of the Association, assist in securing meeting sites, and provide administrative assistance to the Association.

## **ARTICLE II -- BOARD OF DIRECTORS**

### **SECTION I -- DUTIES**

The Board of Directors shall establish policy and direct the supervision and management of the affairs of the Association in conformity with the Constitution and By-Laws, and parliamentary procedures. It shall receive and approve the reports of all officers and committees. The Board shall approve all budgets and commissions, and obtain an annual audit.

### **SECTION II -- BOARD MEETINGS**

The Board of Directors shall meet at least four times each fiscal year, excluding an annual meeting of the Association. These meetings shall be scheduled for the entire year at the first meeting of the fiscal year.

Special meetings may be called by the President, by a majority of board members, or shall be called upon the written request of ten members of the Association. The purpose of the meeting shall be stated in the call. - In cases of emergency, at least thirty-days notice shall be given.

### **SECTION III -- QUORUM**

A majority of the members of the Board shall constitute a quorum at any properly called meeting.

### **SECTION IV -- ATTENDANCE**

Members of the Board of Directors shall attend all regular and called meetings.

## **ARTICLE III -- EXECUTIVE COMMITTEE**

### **SECTION I -- DUTIES**

The duties of the Executive Committee shall be to implement and execute programs and policies approved by the Board of Directors.

1. Action taken by the executive committee shall be ratified by the Board of Directors.
2. Exercise full authority of the Board of Directors between their meetings.
3. Monitor, review, and approve all standing and special committee activities.
4. Establish the Board of Directors meeting schedule and agendas.

### **SECTION II -- MEETINGS**

Meetings of the Executive Committee shall be held at intervals between Board Meetings and by the call of the President. Executive Committee proposals must be presented to the Board of Directors at least 30 days prior to a scheduled Board of Directors meeting.

### **SECTION III -- QUORUM**

A majority of the members of the Executive Committee shall constitute a quorum at any properly called meeting.

### **SECTION IV -- ATTENDANCE**

Members of the Executive Committee shall attend all regular and called meetings.

## **ARTICLE IV -- OFFICERS**

### **SECTION I -- TITLES OF OFFICERS**

The officers of this Association shall include a President, First Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, Chaplain, and Immediate Past President.

### **SECTION II -- NOMINATION OF OFFICERS**

- A. The President, with the approval of the Executive Board, shall appoint the Chair and four (4) additional members to serve as a nominating committee. It shall be the duty of this committee to nominate candidates for the offices to be filled at the Election Meeting of the Association.

- B. The nominating committee shall report at the Board of Directors meeting before the Election Meeting of the Association. No additional nominations from the floor shall be permitted.

### **SECTION III -- ELECTION OF OFFICERS**

The election of officers shall be by secret ballot at the Election Meeting of the Association which is held one hour before the May meeting of the Board of Directors during an election year.

- A. The election of officers shall be determined by a majority vote of Association officers and the voting delegates.
- B. The elected officers shall be installed at the May meeting of the Board of Directors, and shall assume office on 1 July.

### **SECTION IV -- QUALIFICATIONS:**

- A. To be eligible to serve as an officer of the National Alumni Association, the individual must be an active member of the Association.
- B. The individual must have attended the University or an of its predecessors for a period of at least two semesters.
- C. All candidates for office must be financial with the Association.

### **SECTION V -- TERM OF OFFICE**

Officers shall hold office for a term of three (3) years. An officer shall not be eligible to serve in the same office for more than two consecutive terms.

### **SECTION VI -- VACANCIES**

- A. Any vacancy occurring in an office, with the exception of President and first and/or Second Vice-President, shall be filled by an individual receiving a majority of the votes of the Board of Directors.
- B. In the event of the President's inability to serve:
- C. The First Vice-President shall assume the office of President;
- D. The Second Vice-President shall assume the office of First Vice-President;
- E. The vacancy of the Second Vice-President shall be filled by an individual receiving a majority of the votes of the Board of Directors.

**ARTICLE V -- DUTIES AND RESPONSIBILITIES OF OFFICERS**

**SECTION I -- PRESIDENT**

- A. Serve as the Chief Executive Officer of the Alumni Association.
- B. Preside at meetings of the Board of Directors and the Association.
- C. Chair the Executive Committee.
- D. Serve as an ex-officio member of the Association Committees.
- E. The President shall appoint committees, and chairpersons for specific purposes and work with them in achieving their objectives.
- F. The President shall work with each officer in planning and administering the program of the Association.
- G. The President shall appoint a parliamentarian who shall be a non-voting officer of the Association.

**SECTION II -- FIRST VICE-PRESIDENT/SECOND VICE PRESIDENT**

The First/Second Vice-President shall have the same qualifications as the President. The First/Second Vice President shall have cognizance over such committees as assigned by the President.

**SECTION III -- SECOND VICE-PRESIDENT**

Refer to Article IV-Section V(b) and Article V-Section II.

**SECTION IV -- RECORDING SECRETARY**

The Recording Secretary shall be responsible for:

- A. Keeping an accurate record of minutes of all meetings of the Association, Board of Directors, and Executive Committee.
- B. Sending the minutes to the Board of Directors following the meetings.
- C. Performing such duties as the President and Board shall assign.
- D. Directing the collection and dissemination of reports by Association Committees and the Board of Directors.

**SECTION V -- CORRESPONDING SECRETARY**

The Corresponding Secretary shall be responsible for:

- A. Ensuring that timely notification of meetings of the Executive Committee, Board of Directors, and Associations is mailed.
- B. Conduct the general correspondence of the Association, which is not a function proper to other offices, or committees.
- C. Serve as the keeper of minutes and records in the absence of the recording secretary.

#### **SECTION VI -- FINANCIAL SECRETARY**

The Financial Secretary must be bonded and shall be responsible for:

- A. Receiving and recording all Association income and forwarding to the Treasurer.
- B. Preparing financial statements for all meetings.
- C. Preparing quarterly financial statements and reports for meetings and mailing them to the Board of Directors.

#### **SECTION VII -- TREASURER**

- A. The Treasurer must be bonded and shall be responsible for:
- B. Receiving and depositing all Association income.
- C. Preparing financial statements for all meetings.
- D. Preparing quarterly financial statements and reports for meetings and mailing them to the Board of Directors.

#### **SECTION VII -- CHAPLAIN**

The Chaplain shall conduct the spiritual ceremonies of all meetings and programs of the Association.

#### **SECTION VIII -- PARLIAMENTARIAN**

The Parliamentarian shall be the official interpreter of the Constitution, By-Laws, and parliamentary usage of the Association.

#### **SECTION IX -- HISTORIAN**

The President shall appoint a historian who shall be a non-voting officer of the Association.



The Historian shall be the official keeper of the narrative account of the Association's activities and artifacts, which, when approved by the Board of Directors, shall become a permanent part of the organization's official history.

The Historian shall be responsible for the collection of all printed and other artifacts materials related to the Association. All materials will be cataloged and stored in the University Archives.

## **SECTION X -- GENERAL RESPONSIBILITIES OF OFFICERS**

Officers shall perform the duties as prescribed in Roberts Rules of Order, in addition to those outlined in these Articles and By-Laws, and others as assigned by the Board of Directors of the Association.

Officers shall deliver all official documents and materials to successors within 30 days after their terms of office have ended.

Failure of National Association officers to execute their duties or responsibilities shall be subject to discipline or dismissal by the Board of Directors.

## **ARTICLE VI -- ASSOCIATION MEETINGS**

### **SECTION I -- ANNUAL MEETINGS**

The Annual Meetings of the Association shall be held in September of each year in Norfolk, Virginia unless changed by the Board of Directors. In case of a change of date or location, the chapters and officials of the Association shall be notified at least 30 days prior to the newly scheduled meeting.

### **SECTION II --ELECTION**

An election shall be held for the election of Association officers at least one hour prior to the May meeting of the Board of Directors every election year.

### **SECTION III -- VOTING DELEGATES**

Each alumni chapter shall have four votes at the annual, election, and special meetings of the Association. Chapter votes may be by one delegate or as many as four delegates present. Chapters may vote by absentee ballots.

### **SECTION IV -- SPECIAL MEETINGS**

Special Meetings of the Association may be called by the President, Board of Directors, or Executive Committee, or upon the petition of fifty members, with at least 30 days notification to the chapters and officials of the Association giving the agenda of the meeting.

Refer to Article II, Section II.

## **SECTION V -- ASSOCIATION QUORUM**

Quorum meetings of the Association shall be a majority of the Association Officers and twenty (20) percent of the delegates. Delegates' names and addresses must be submitted by chapters to the Association Secretary at least 30 days prior to the meeting.

Refer to Article VI, Section III.

## **ARTICLE VII -- FINANCES**

### **SECTION I -- RECEIPT OF FUNDS**

The Association shall have the power to receive real and personal property, and to dispose of it in accordance with the purposes of the Association.

### **SECTION II -- EXPENDITURE OF FUNDS**

The Board of Directors shall approve the manner in which funds of the Association are to be expended.

### **SECTION III -- DUES**

The Board of Directors shall determine Association membership dues. Proposals for changes in dues must be submitted to the chapters for review and recommendations before final approval by the Board. The annual dues and other funds approved by the Board shall be used to support the Association's budget. Dues are payable on or before July 1 for the next fiscal year.

### **SECTION IV -- FISCAL YEAR**

The fiscal year of the Association shall be July 1 to June 30.

## **ARTICLE VIII -- COMMITTEES**

### **SECTION I -- STANDING COMMITTEES**

Each standing committee shall be composed of not less than five active members. The chairperson of each committee shall report to one of the Association's Vice-Presidents. The standing committees duties and responsibilities are as follows:

**Membership Committee**--Develop programs and activities to increase the membership of the Association and to maintain the existing membership.

**Budget/Finance Committee**--Plan and develop a proposed Association budget annually and

maintain fiscal practices and programs to support the Association's financial needs. Be responsible for, and authorize internal and external audits and bonding procedures.

**Scholarship Committee**--Provide supervision of all scholarship programs originating from chapters and the Association to ensure that awards are granted, revenue sources are functioning properly, and the objectives of the scholarships are being met. The committee is responsible for staffing the scholarship selection committees.

**Awards Committee**--Develop awards and recognition programs for alumni, faculty, staff, and students of the University on behalf of the Association. Serve as the recommending committee to the Board of Directors for recipients of the Alumnus of the Year and the Distinguished Alumnus award.

**Homecoming Committee**--Responsible for the development and execution of all homecoming activities as approved by the Board of Directors. The committee is obligated to manage plans within the approved budget.

**Fund-Raising Committee**--Plan and develop programs and activities to raise funds for University scholarships and academic programs, with the approval of Board of Directors.

**Student Relations Committee**--Responsible for the development and enhancement of the pre-alumni campus based organization.

**Annual Giving Committee**--Provide a program of activities that will increase individual alumni giving to student scholarships, academic, and athletic development.

Minutes for all standing committee meetings shall be forwarded to the Recording Secretary within seven days.

## **SECTION II -- NOMINATING COMMITTEE**

The Nominating Committee, duties described in Article IV, Section II, shall be appointed by the President. It shall be comprised of five members of the Board of Directors.

## **SECTION III -- SPECIAL COMMITTEES**

The President may appoint special committees for particular tasks as appropriate, including members of Joint Committees to work with the University administration, faculty, and students on special projects, programs and activities

## **ARTICLE IX -- VOTING PROCEDURE**

### **SECTION I -- BOARD OF DIRECTORS MEETINGS**

Each chapter and officers shall be entitled to one vote on the Board of Directors. Members of the Association may address the Board on any agenda item.

## **SECTION II -- ASSOCIATION MEETINGS**

Each chapter shall be entitled to four votes at Election, Annual, and Special Meetings of the Association. All business must be approved by a majority of the Association Officers and voting delegates. Absentee voting may be utilized when a delegate is not able to attend an Association meeting. A chapter who will not have delegates in attendance at a meeting of the Association must obtain information and ballots concerning issues to be voted on at the meeting from the secretary. The ballots must be returned to the Association's mail box, post-marked at least seven days prior to the appropriate meeting of the Association.

Refer to Article VI, Section III.

## **ARTICLE X -- QUALIFICATION FOR OFFICE OF PRESIDENT**

Candidates for the office of President, First Vice-President, and Second Vice-President must be a graduate of Norfolk State University.

Refer to Article IV, Section IV.

## **ARTICLE XI -- ANNUAL CONTRIBUTIONS**

### **SECTION I -- ALUMNI FUND**

Each alumni chapter shall contribute 5% of its total annual giving to the Alumni Fund of the National Alumni Association.

### **SECTION II -- L. B. BROOKS FUND**

Each alumni chapter will contribute 10% of its total annual giving to the Lyman B. Brooks Alumni Scholarship Endowment Fund.

## **ARTICLE XII -- DISCIPLINARY ACTIONS**

### **SECTION I -- CHAPTERS**

A Chapter may be suspended or terminated by the Board of Directors upon the recommendation of the Executive Committee whenever it is determined that the Chapter action is detrimental to the Association. Upon notification of the action of the Board of Directors, the Chapter shall cease immediately to function and its officers shall transmit all records and monies to the national President within five days.

### **SECTION II -- OFFICERS AND MEMBERS**

Disciplinary action may be taken against any officer or member who does not conform to the principles, aims, and purposes of the Association as set forth in this Constitution and Bylaws and is

guilty of conduct that is not in the best interest of the organization.

### **SECTION III -- NATIONAL OFFICERS**

- A. National Officers must attend at least 75% of the regularly scheduled meetings of the Executive Committee and the Board of Directors. Chapters who fail to attend meeting of the Board of Directors for a period of six consecutive months are subject to suspension or termination. Failure to do so will result in disciplinary action by the Board of Directors upon the recommendation of the Executive Committee.
- B. A complaint against a National Officer must be initiated by three or more members of the Board of Directors. Upon receipt thereof, the President shall forward a copy of the complaint by registered mail to the Officer involved. Said Officer shall have fifteen calendar days to respond.
- C. The Board of Directors reserves the right to hear and act upon the charges and the Officer is entitled to a hearing before the Board of Directors, if desired.
- D. The Board of Directors shall be the final level of appeal in disciplinary action.

### **ARTICLE XIII -- AMENDMENTS**

The By-Laws to the Constitution may be amended by the Board of Directors of the Association. Proposed amendments must be submitted to the Board of Directors at least forty-five (45) days before a regular scheduled meeting of the Board.