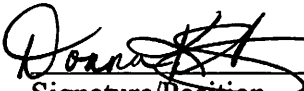


The FAMU National Alumni Association- Metro Atlanta Alumni Chapter Bylaws contained herein shall become effective immediately.

 President  
Signature/Position

January 11, 2020  
Date

\_\_\_\_\_  
Signature/Position

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature/Position

\_\_\_\_\_  
Date

**BYLAWS of Florida A&M University National Alumni Association Metro Atlanta Chapter, Inc. Incorporated under the laws of the State of Georgia**

The Florida Agricultural and Mechanical University National Alumni Association Metro Atlanta Chapter, Inc. Bylaws will define the scope and manner in which this Chapter operates. These Byways will serve as a secondary source to the Bylaws of the Florida Agricultural and Mechanical University National Alumni Association, Inc. While these Bylaws resemble the Bylaws of the Florida Agricultural and Mechanical University National Alumni Association, Inc., they will not usurp or contradict the National Alumni Association Bylaws. Where these Bylaws are silent, the Bylaws of the Florida Agricultural and Mechanical University National Alumni Association, Inc. will serve as the controlling document. The Metro Atlanta Chapter reserves the right to amend any language herein as described in Section 10.3.

**PREAMBLE**

We, the graduates, supporters and friends of Florida Agricultural and Mechanical University pledge to support endeavors that foster and promote the institution in a positive manner. We further pledge to make a difference in the lives of alumni, students, and the University through camaraderie, networking, active involvement in the community, and providing resources to students and the University. It is our strong belief that the heritage and legacy of this historical University should be preserved by a continuous commitment of compassion, caring, and academic excellence.

**ARTICLE ONE - NAME, LOCATION, AND OFFICES**

**BYLAWS 1.1 Name**

The name of this corporation shall be Florida A&M University (FAMU) National Alumni Association Metro Atlanta Chapter, Inc. and herein referred to, at points in this document, as the Chapter, the Association, the Metro Atlanta Chapter, or the Alumni Chapter.

**1.2 Registered Office and Agent**

The corporation shall maintain a registered office in the State of Georgia, and shall have a registered agent whose address is identical with the address of such registered office, in accordance with the requirements of the Georgia Nonprofit Corporation Code.

**ARTICLE TWO - PURPOSES AND GOVERNING INSTRUMENTS**

**2.1 Nonprofit Corporation**

The corporation shall be organized and operated as a nonprofit corporation under the provisions of the Georgia Nonprofit Corporation Code.

## **2.2 Charitable Purposes**

The corporation is a voluntary association of individuals with the purposes of which, as set forth in the articles of incorporation, are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code. The corporation was organized, and at all times shall be operated, to serve the needs and interests of the Florida A&M University ("FAMU" and or "RATTLERS") and its alumni in such ways as the Executive Board shall determine in its discretion. In furtherance

of such purposes, the corporation shall have full power and authority:

- (a) To help the University secure the financial support needed to carry on its programs of teaching, research and public service;
- (b) To aid in the recruitment of students;
- (c) To provide scholarships to deserving students in the state of Georgia;
- (d) To keep in touch with FAMU and to support University activities and projects;
- (e) To inform the community of Chapter and University activities;
- (f) To host University officials, alumni, students and friends visiting the metro-Atlanta area;
- (g) To support the continued existence of FAMU in any manner consistent with school guidelines;
- (h) To foster a network and maintain camaraderie of Rattlers who are residing in Metro-Atlanta through communications and event hosting.

To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, as determined by the Executive Board in its discretion, to carry out any of the purposes of the corporation, as set forth in the articles of incorporation and these bylaws, including the exercise of all other power and authority enjoyed by corporations generally by virtue of applicable provisions of Georgia law, including the Georgia Nonprofit Corporation Code (within and subject to the limitations of section 501(c)(3) of the Internal Revenue Code).

The corporation shall not be limited in its capacity of service to FAMU and FAMU alumni, but shall be authorized and empowered, in accordance with its articles of incorporation and these bylaws, to engage in all charitable functions and activities, which serve the needs and interests of FAMU and FAMU alumni.

## **2.3 Governing Instruments**

The corporation shall be governed by its articles of incorporation and these bylaws.

## **ARTICLE THREE - MEMBERSHIP**

### **3.1 Membership**

Membership in the corporation is open to all graduates of FAMU, all former students of FAMU who regularly matriculated and left FAMU in good standing, active and retired members of the faculty and administration staff, and those who have rendered some special and conspicuous service to FAMU or to this corporation.

### **3.2 Membership Categories**

Membership shall consist of Regular, Associate, and Honorary members who reside or have resided in Atlanta's metro-area. These eligible persons shall pay all applicable membership dues at the Chapter, Region, and National levels in order to become an Alumni Member. When payment of membership dues is recorded, each eligible Regular and Associate member in good standing has the right to attend meetings, speak, make a motion (s), vote or hold offices. Payment of membership dues is *not* required for Honorary membership, each Honorary member's rights are limited (see Section 3.2.3 Qualifications of Honorary members)

#### **Section 3.2.1 Qualifications of Regular Members**

Regular membership shall include any bona fide graduate of FAMU and persons who have completed one semester, trimester, or one quarter and who left in good standing.

#### **Section 3.2.2 Qualifications of Associate Members**

Associate membership shall include persons who have expressed an interest in the Chapter and/or University or financial contributor (including dues). These persons may have attended or graduated from other institutions of higher learning, but will be helpful to FAMU.

#### **Section 3.2.3 Qualifications of Honorary Members**

Honorary membership shall include those persons who are specially recognized by the Chapter and have made contributions in support of the Chapter and/or the University. Honorary membership is strictly complimentary; they shall carry with them the right to attend meetings and to speak; however, they do not have the right to make a motion, vote, or hold offices. An Honorary member shall not be required to pay dues.

### **3.3 Membership Status**

**Section 3.3.1 Life Membership Status.** Members shall acquire Life Membership Status upon the full payment of a seven hundred ninety-five (\$795.00) dollars one-time assessment (\$750 National, \$35 Local and \$10 Regional). 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

**Section 3.3.2 Non-Life Membership Status.** Members shall acquire Non-Life Membership Status upon the full payment of ninety (\$90) dollars (\$50 National, \$35 Local and \$10 Regional).

**Section 3.3.2 Subscribing Life Member.** A Subscribing Life Member may elect to pay the \$750 National assessment in installments over a period of three (3) years. Subscribing Life Members will agree that once the installments are begun, and if the total assessment is not paid in full on or before the selected three (3) year time limit has expired, then all installments shall be forfeited to the Association. There are no refunds granted to Subscribing Life Members. Choosing either the above options does not waive the annual National, Local and Regional dues requirement. Until the total assessment of \$750.00 is paid, the member is also required to pay the annual National, Local and Regional dues.

**Section 3.3.4 Membership Year.** The Association's membership year, which defines the time frame for the payment of dues, shall be July 1 — June 30. The fiscal year of the Association, the same for the University, is July 1 — June 30.

### **3.4 Dues**

(a) The annual dues of this chapter shall be established at a regular meeting. The members shall be given at least a 30-day notice before the recommendation to change the local dues amount can be acted upon. Annual dues shall include local, regional, and national dues. A member shall not be considered fully financial until all dues, special assessments, if imposed, or any outstanding balances for Chapter activities have been paid. Methods of payment for dues shall be established by the Chapter.

(b) Dues collection of current administrative year shall begin on July 1<sup>st</sup> and end on June 30<sup>th</sup>. Persons shall be a financial member of the fiscal year in order to benefit from member privileges and are not entitled to retroactive benefits.

(c) To be considered an active and voting member, each member shall contribute in accordance with an annual minimum contribution standard as prescribed in the Constitution and/or By Laws. No person shall be considered a member of the Association until all assessments at the local, regional, and national levels have been made.

## **ARTICLE FOUR - ORGANIZATION**

### **4.1 Affiliation**

The Metro-Atlanta Chapter shall be affiliated with the FAMU National Alumni Association and the Southern Region of the FAMU National Alumni Association.

### **4.2 Term**

The fiscal year and the administrative term of office shall begin on July 1<sup>st</sup> and end on June 30<sup>th</sup> of the following year. Officers shall:

- Submit Fundraising & Financial Activity Reports to the FAMU NAA Treasurer on an annual basis by September 30<sup>th</sup>; and
- Submit an annual Internal Revenue Service (IRS) Form 990, or other required forms, to the IRS in accordance to the IRS deadline, copying the FAMU NAA Treasurer on all submissions.

Alumni chapters are defined by law as Direct Support Organizations of the University and are therefore required to submit annual financial reports that are consistent with the University's annual reporting requirements.

#### **4.3 Meeting**

There shall be a regular meeting conducted monthly, unless otherwise ordered by the Executive Board. Each meeting will be held at a place and time so designated by the Executive Board. A formal announcement regarding the place and time of each meeting shall be made to the General Body, no fewer than seven days prior to the meeting.

#### **4.4 Quorum**

Five (5) financial members and a minimum of two Chapter officers shall constitute a quorum at a regular or call meeting.

#### **4.5 Expenditures**

All expenditures not included in the Chapter's annual budget must be:

- (a) Approved by a majority of the voting members present at a regular or call meeting.
- (b) Written by the Treasurer.
- (c) Signed by any two of the following: Financial Secretary, Treasurer, President or Vice President.

### **ARTICLE FIVE – OFFICERS**

#### **5.1 Name of Officers**

Names of offices of this organization shall be: President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer, Financial Secretary, Chaplain, and Parliamentarian. Persons holding these offices shall be duly elected by the eligible voting members with the exception of the Chaplain and Parliamentarian, which are appointed positions.

## 5.2 Duties of Officers

**(a) President:** The President shall be Chief Executive of the Chapter, chair the Executive Committee, and shall have the following duties: preside at the meeting and maintain order, appoint temporary and permanent committees unless otherwise provided in the Constitution and By-laws; appoint a Chaplain and Parliamentarian, give signature when necessary; verify that all books, reports, certificates, and Constitution and By-laws are properly maintained; lead the budgeting process of the Chapter under his/her term; chair Executive Board meetings and serve as a member on all committees; submit to the National office narrative reports of Chapter's activities and services performed when requested, but at least once annually; attend National meetings and report minutes to the general body; and shall serve as the official representative and spokesperson for all matters pertaining to the Chapter, unless otherwise delegated to another representative.

**(b) Vice President:** In the absence of the President, the Vice President shall perform the duties of the President. Additionally, the Vice President is responsible for overseeing the planning of all approved internal and external Chapter programs, social events and other duties as assigned.

**(c) Corresponding Secretary:** The Corresponding Secretary shall be responsible for all correspondence pertaining to the Chapter which includes notifying all members of Chapter events and responding to all communications submitted to the Chapter, and if necessary, forward for action to appropriate Chapter officers. Additionally, the Corresponding Secretary shall, in the absence of the Recording Secretary, transcribe minutes of meetings.

**(d) Recording Secretary:** The Recording Secretary shall keep complete and accurate records of all meetings, present the minutes at each meeting, prepare meeting packages and distribute to members, support the Corresponding Secretary in handling incoming and outgoing correspondence, maintain an attendance record of each meeting and serve in the absence of the Corresponding Secretary.

**(e) Treasurer:** The Treasurer shall have the following duties: hold an accurate and complete account of all funds for the Chapter, present a financial report at each meeting, give a complete written financial report every four (4) months to include receipts and disbursements, write the checks approved by the body, process the disbursement of funds approved by a majority of the membership present, and process the reimbursement of an individual who shows proper receipts for expenses incurred for Chapter activities; work closely with all committees, especially the Fundraising and Scholarship Committees, submit financial reports to the National Office and complete annual IRS 990 forms.

**(f) Financial Secretary:** This person shall be responsible for assisting the Treasurer collecting dues and keeping a record of all dues-paying members, in the absence of the Parliamentarian, issue voting passes for each meeting to all financial members, collaborate with the Treasurer on dues and all other finances of the Chapter to ensure completeness and accuracy, submit assessments collected on behalf of the national and regional offices to those respective bodies with a list of member identities, and give the financial report in the absence of the Treasurer at general body meetings

**(g) Chaplain:** The Chaplain shall open all meetings and other appropriate functions of the Chapter with an inspirational message. This should not last any longer than three minutes.

**(h) Parliamentarian:** The Parliamentarian shall see that parliamentary rules in accordance with Robert's Rules of Order (latest edition) are observed in all deliberations, shall monitor and ensure that the time frame allotments are adhered to during business meetings and shall issue voting passes for each meeting to all financial members.

## **ARTICLE SIX – ELECTION PROCEDURES**

### **6.1 Prerequisite to Nomination and Election**

All nominees for office shall be financial members. Additionally, only regular members are permitted to hold the office of President.

### **6.2 Statement of Declination of Nomination**

Each nominee not wishing to serve must decline the nomination. All nominees declining a nomination shall be required to give a verbal or written statement of intent one (1) month prior to election.

### **6.3 Election of Officers**

The officers shall be nominated two (2) months prior to their election. Therefore, they shall hold office for a term of two (2) years.

### **6.4 Election Procedures**

**(a)** The President shall appoint a nominating committee from the Regular members of the Association consisting of three (3) members. The nominating committee shall develop a slate of officers consisting of a President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer and Financial Secretary.

**(b)** Only those members who are currently financial, as described in the prerequisites to nomination and elections (Article 6.1), shall be eligible for nomination to any office.



(c) Nominations of officers shall be accepted from March through the April meeting, and elections shall be conducted in May. Nominations may be received from the floor provided the nominee meets all prerequisites.

#### **6.5 Mode of Election**

(a) Elections shall be done by secret ballot. Voting will be conducted in May of the voting year by financial members whom will cast ballots either by:

1. Electronic Ballots using internet voting services; or
2. Mailed Absentee Ballots.

(b) Absentee mailed ballot voting shall be permitted upon request. An individual shall submit in writing a request for an absentee ballot from the Corresponding Secretary within 30-days prior to the scheduled election of officers. The absentee ballot shall be postmarked and returned to the Corresponding Secretary not later than five (5) days prior to the scheduled election.

#### **6.6 Notification**

All members shall be notified via phone call (such as calling post) or email (such as constant contact) emails at least 60 days before elections are to be held.

#### **6.7 Initiation of Duties**

New administrators shall assume office on July 1<sup>st</sup>.

#### **6.8 Suspension of Officers**

The Executive Board may temporarily suspend an officer of the organization by a two-thirds (2/3) vote of the committee members present. This suspension cannot exceed forty-five (45) days. The general membership of the organization, after consideration of the charges/allegations, may suspend the said officer(s) for an indefinite period of time.

#### **6.9 Impeachment of Officers**

Officers shall never be less than current in their duties. They shall not miss more than a total of four (4) meetings during the course of the year. Nonperformance of duties shall be grounds for impeachment.

#### **6.10 Procedures for Impeachment**

(a) Who May Refer Charges? Any financial member may file a complaint against an officer of the Association for impropriety by bringing the alleged impeachment offense or violation to the attention of any member of the Executive Committee. The Committee may exercise its option to conduct a preliminary investigation prior to filing formal charges against the accused.

**(b) Rights of the Accused.** The officer being charged must be notified in writing not less than ten (10) days prior to the established date for his/her formal hearing. The accused individual must be informed of specific charges for which he/she is accused and given every opportunity to rebut, refute or defend against all charges to include calling witnesses to testify on his/her behalf. The accused may elect to resign from office in lieu of accepting a formal hearing.

**(c) Formal Hearing (Tribunal).** The Tribunal shall be appointed by the Executive Board and the Executive Board shall notify the general membership of the impeachment proceeding. Five (5) members of the Association will include not less than one (1) member from the Executive Board to act as Chairman of the Tribunal. The Chairman will call the meeting to order, read all charges against the accused, and present all available evidence. The burden of proof rests with the Tribunal Committee to determine if the accused is guilty as charged and not with the accused to prove his/her innocence. After all evidence has been presented, the accused will take whatever action he/she deems appropriate to defend himself/herself against all charges.

**(d) Findings:** Two-thirds (2/3) of the members present, by secret written ballot, concurring in the innocence or guilt of an accused shall constitute the findings for the Association.

**(e) Appeal.** Any accused found guilty of impropriety and removed from office will have fifteen (15) days to appeal to the full Executive Board. The Executive Board will review the findings of the Tribunal and present the appeal to the general body for a decision. The decision of the general body shall require a two-thirds (2/3) majority of the quorum present. If the accused wishes to further appeal the findings, he or she must submit the grievance to the Regional Vice President for review and further action.

## **ARTICLE SEVEN – EXECUTIVE COMMITTEE**

### **7.1 Executive Board**

The Executive Board shall be chaired by the President and consist of all officers and committee chairpersons. This committee shall serve as the decision and policy making body in the absence of the regular membership. It shall meet not less than every three (3) months. It shall monitor the attendance and financial status of the officers and members. It shall also appoint chairpersons and co-chairpersons for standing committees where applicable. The Executive Board is also responsible for devising the annual budget and monitoring disbursement of funds

### **7.2 Membership Committee**

The Membership Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: maintain a list of all alumni in the metro-Atlanta area, solicit the participation of active and inactive alumni in the area, plan activities to encourage inactive members to become active members and supporters of the Chapter and the University, plan

activities to retain old and newly recruited Chapter members and supporters. Oversee the personal welfare of the members, including the recognition of extended life threatening sickness, death, birth, wedding and other acknowledgement shall be extended to financial members and forwarding the appropriate acknowledgement to the member and/or their family.

### **7.3 Student Engagement Committee**

The Student Engagement Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: recruiting students to FAMU through the distribution of information about the University's programs to schools, counselors, parents and students in the community, participating in local college fairs on behalf of the University, managing equitable scholarship awards process and allocating annual awards to FAMU students and supporting student retention.

### **7.4 Fundraising Committee**

The Fundraising Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: through inventive and gainful methods, generate financial support from the University constituents in Atlanta's metro area to help support scholarships, book allowances, University endowments and other funds benefiting the University.

### **7.5 Publicity Committee**

The Publicity Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: publicize all Chapter functions and activities through the utilization of the PSAs, flyers, letters, posters, website, etc.; work closely with the Corresponding Secretary and Webmaster Board to achieve end-results; actively seek news coverage for all events in an effort to keep the community informed about the positive activities of the University and the local Alumni Chapter. In the absence of the President or when delegated, the committee chair shall serve as the official spokesperson for the Chapter.

### **7.6 1887 Committee**

The 1887 Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: actively seek volunteer opportunities whereby the alumni can provide necessary resources to assist the University with projects that are crucial and usually short in duration; galvanize members locally, regionally, and/or nationally in an effort to leverage skill sets and/or human capital to assist the University in solving or improving processes, procedures, operational issues, or reducing workloads; interact with the University's leadership team and the Alumni officers at the national, regional, and local levels. Inform chapter of pertinent University news.

### **7.7 Community Affairs Committee**

The Community Affairs Committee shall be chaired by the person appointed by the President and shall have the following responsibilities: promote the local Chapter by actively seeking opportunities to display the University's colors and enhancing FAMU's motto of "Excellence with Caring" throughout the metro-Atlanta community.

## **ARTICLE EIGHT - SPECIAL AND STANDING COMMITTEES**

### **8.1 Nominating Committee**

The nominating committee shall be chaired by the person appointed by the President. This committee shall consist of three (3) financial members. It shall be responsible for developing a slate of nominees for the ensuing year to be presented to the body in March. The committee shall be appointed not later than March.

### **8.2 By-laws Committee**

The President shall appoint active members of the Chapter to review the Constitution and Bylaws at least once annually for possible revision and updating. Proposed amendments, if any, shall be submitted for ratification by the body at the next subsequent meeting of the Chapter provided that a 30-day notice has been given to the general membership. The Parliamentarian shall serve as the chairperson of this committee.

### **8.3- Internal Audit Committee**

The President shall appoint two or more active members (excluding the treasurer or financial secretary) of the Chapter to inspect the financial accounts. The audit committee's role will include but is not limited to the oversight of financial reporting and the monitoring of accounting policies. The audit committee will communicate its financial reporting with the Chapter at large to ensure full disclosure and timely address and resolve all questions and discrepancies.

## **ARTICLE NINE – COMMITTEE MEETINGS AND REPORTS**

**(a)** Committee meetings shall be held on a regular basis or as needed in order to effectively conduct the Chapter's business.

**(b)** Committee reports shall be submitted to the body in written form at the regular meeting.

**(c)** The Chapter shall submit to the National and Southern Region Offices financial reports and narrative reports of Chapter activities and services performed when requested, or in accordance with established reporting requirement--but at least once annually. The President will ensure reports are submitted on a timely basis.

## **ARTICLE TEN - MISCELLANEOUS**

### **10.1 Personal Gain**

No members, regardless of status, shall have the power to hold functions or make solicitations for personal gain under the name of this Chapter.

### **10.2 Rules of Order**

The rules contained in Robert's Rules of Order (latest edition) shall govern the Chapter's meetings in all cases to which they are applicable and in which they are not inconsistent with the By-laws, special rules or order of this Chapter.

### **10.3 Absentee Voting**

Shall be permitted given that physical presence is not expected or practical at the meeting where the Constitution or By-laws are to be voted upon. An individual shall submit in writing a request for an absentee ballot from the Corresponding Secretary with 30- days prior to the scheduled election of officers. The absentee ballot shall be postmarked and returned to the Corresponding Secretary not later than five (5) days prior to the scheduled election.

### **10.4 FAMU NAA Convention**

The chapter will pay the expenses for two delegates to attend the FAMU NAA Convention. If the President is not able to attend the Vice President shall be the replacement. The general body will select an additional member to serve as the chapter's second delegate, but the chapter will only pay for the second delegate's registration. To be considered as the chapter's second delegate, the member must be in good financial standing and should have been active within the chapter over the past three years. The attendees must prepare a written report of action items, best practices as well as lessons learned from their attendance to help the chapter become more efficient and effective. The report should be presented at the next general body meeting that follows the convention.

## **ARTICLE ELEVEN - TAX-EXEMPT STATUS**

### **11.1 Tax-Exempt Status**

The affairs of the corporation at all times shall be conducted in such a manner as to assure its status as a "publicly supported" organization as defined section 509(a)(2) of the Internal Revenue Code, and so in other ways to qualify for exemption from tax pursuant to section 501(c)(3) of the Internal Revenue Code.

## ARTICLE TWELVE – BYLAWS: AMENDMENTS & ADOPTIONS

### 12.1 Amendments

This Constitution and Bylaws may be amended for the purpose of the ratification by a two-thirds (2/3) majority vote of the financial members if such amendments have been provided to and filed with the Recording Secretary and submitted to the general body for review prior to voting. The Corresponding Secretary shall provide notice to all members either in writing or by publication of the intent to amend not less than thirty (30) days prior to the vote. In an emergency situation, which would adversely limit the operations of the Association, a suspension of a portion of the constitution for a specified time may be placed into effect by a two-thirds (2/3) majority vote of the financial members. Voting will be performed by financial members whom will cast ballots by electronic ballots (using internet voting services) or mailed absentee ballots.

### 12.1 Adoption of Bylaws

FLORIDA A&M UNIVERSITY NATIONAL ALUMNI ASSOCIATION METRO ATLANTA CHAPTER, INC. was organized under the laws of the State of Georgia as of July 1, 2015. These bylaws were adopted and became effective as of November 30, 2015, revised \_January 11, 2020.\_

  
President

  
Date