

FLORIDA **A&M** UNIVERSITY
Board of Trustees

Direct Support Organizations (DSO) Committee Meeting

Wednesday, June 2, 2021

Time: 1:30 p.m. – 2:15 p.m.

FAMU Grand Ballroom

Committee Members: Thomas Dortch, Jr., Chair
Dave Lawrence, Vice Chair
Kristin Harper, Kelvin Lawson, Kenward Stone

AGENDA

- | | | | |
|-----|---------------|--|-------------------|
| I. | Call to Order | | Chair Dortch |
| II. | Roll Call | | Ms. Angie Wiggins |

ACTION ITEMS

- | | | | |
|------|--|--|---------------------------|
| III. | Approval of Minutes | | Chair Dortch |
| | A. March 4, 2021, DSO Committee Meeting | | |
| IV. | Consideration of Approval of Donation-Based Naming | | Dr. Shawnta Friday-Stroud |
| | A. The BADST Weight Room & Sports Performance Center | | |
| V. | Consideration of Approval of DSO Revised Bylaws | | Dr. Friday-Stroud |
| | A. FAMU Foundation, Inc. | | |
| | B. FAMU National Alumni Association | | |
| VI. | Acceptance of DSO Budgets: FY 2021-2022 | | Dr. Friday-Stroud |
| | A. FAMU Foundation, Inc. | | |
| | B. FAMU National Alumni Association | | |
| | C. FAMU Rattler Boosters | | |

INFORMATIONAL ITEMS

- | | | | |
|-------|--|--|-------------------|
| VII. | Update on Divisional Activities | | Dr. Friday-Stroud |
| | A. FY 2020-21 University Advancement Updates | | |
| | B. DSO Updates | | |
| | 1. FAMU Foundation, Inc. | | |
| | 2. FAMU National Alumni Association | | |
| | 3. FAMU Rattler Boosters | | |
| VIII. | New Business | | Chair Dortch |
| IX. | Adjournment | | Chair Dortch |

Direct Support Organizations (DSO) Committee

Wednesday, June 2, 2021

Agenda Item III.

Subject: Consideration of the Approval of Minutes

Proposed Board Action: Approval of the Minutes

Rationale: In accordance with the Florida Statutes, a governmental body shall prepare and keep minutes or make a tape recording of each open meeting of the body.

Recommendation: Approve the DSO Committee Meeting Minutes for March 4, 2021.

Attachment: Yes

Direct Support Organizations (DSO) Committee Minutes

Trustee Thomas Dortch, Chair

Thursday, March 4, 2021

Chair Thomas Dortch called the meeting to order. Trustees Kristin Harper, Dave Lawrence, Kelvin Lawson, and Kenward Stone were present. A quorum was established. Two action items and several informational items were presented to the DSO Committee.

Approval of December 2, 2020, DSO Committee Meeting Minutes

Trustee Lawrence motioned for approval; seconded by Trustee Lawson. The motion passed, unanimously.

Consideration of Approval of DSO Board Members

FAMU Foundation Board of Directors

In accordance with FAMU Board of Trustees (BOT) Policy Number 2018-01, the FAMU Foundation submitted the names, listed below, of two newly elected Directors and four Directors who were re-elected to the Board due to their four-year terms that expired on December 31, 2020.

Newly Elected to the Board

Mrs. Angela Adderley

Mr. Freddie Raines

Re-Elected to the Board

Dr. John Green

Mrs. Monica Williams Harris

Ms. Erica Hill

Mrs. Lisa LaBoo

A motion was made to recommend these appointments to the FAMU BOT for approval. Trustee Harper motioned for approval; seconded by Trustee Lawson. The motion passed, unanimously.

Shawnta Friday-Stroud, Ph.D., provided updates on Divisional Activities

A. FY 2020-21 University Advancement

- As of February 12, the University had raised over \$8.6M, which is 112% of the \$7.7M goal.
- As of February 26, the University was just over \$9M and climbing!
- Giving Tuesday 2020 raised \$73,917.50, a 17% increase over 2019
- The 2nd Annual 1887 Strikes Day of Giving will be held on March 25-26.
 - FAMU students have taken on the challenge of giving \$18.87 and President Larry Robinson, Ph.D., will match the students' giving.

Board of Trustees

ACTION ITEM

- Trustee Michael Dubose announced that he and his family will provide a \$20,000 match, which will go toward their \$100K endowed scholarship to the University. These are continued contributions from the Dubose Family.
- Trustees were asked to consider serving as match-donors.
- Trustee Dortch committed an additional \$5,000 for his scholarships.
- The 2018-2019/2019-2020 Report was provided.
- The Committee received a snapshot of giving by alumni, faculty and staff, friends, corporations, and foundations.

B. DSO Update

1. FAMU Foundation

- The Investment Portfolio balance as of December 31, 2020, is over \$142M.
- The Endowment balance as of December 31, 2020, is over \$106M.
- The Spring 2021 FAMU Foundation Board of Directors Meeting will be held virtually on May 19-20.

2. FAMU National Alumni Association (NAA)

- On February 5, at Bragg Memorial Stadium, FAMU NAA President Col. Gregory Clark hosted a FAMU NAA President's Award for Leadership and Community Service Ceremony.
 - Awards were presented to President Larry Robinson, Ph.D.; Cynthia M. Harris, Ph.D.; Shawnta Friday-Stroud, Ph.D., and the FAMU Foundation; Ms. Tanya Tatum and FAMU Health Services; and Mrs. Carmen Cummings Martin, Assistant Vice President, University Engagement and Alumni Affairs.
 - Awards were also presented to invaluable frontline medical and military staff, and corporate partners.
- FAMU Day at the Capitol will be held on April 1, on the Zoom platform.
- The FAMU NAA's Annual Convention will be held virtually on May 15.

3. FAMU Rattler Boosters

- The Virtual Kickoff Fundraiser was held on February 6, via Facebook Live, Instagram, Zoom, and Twitter.
- The FAMU Rattler Boosters have contributed over fifty percent of the dollars in donations and pledges for the Galimore-Powell Fieldhouse roof replacement project.
- To better align with the goals of supporting the Athletics Department, the FAMU Rattler Boosters has assembled a committee to discuss several changes including the Bylaws to align with the Athletics Department more closely.

With there being no further business, the meeting adjourned.

Direct Support Organizations (DSO) Committee

Wednesday, June 2, 2021

Agenda Item: IV. A.

Subject: **Consideration of the Approval of Donation-Based Naming
A. The BADST Weight Room & Sports Performance Center**

Proposed Board Action: Dr. Friday-Stroud will present the request for consideration of approval of the BADST Weight Room & Sports Performance Center Naming request.

This Donation-Based Naming request is submitted for approval in accordance with FAMU Board of Trustees Policy No. 2008-05, Naming Opportunities:

The naming of any Facility or Program requires the recommendation of the President of the University and the approval of the Board of Trustees as a noticed, non-consent agenda item at a meeting of the Board of Trustees.

Gift related naming of a Facility or Program requires a donation to the University or the Florida A&M University Foundation, Inc. (the "Foundation") which makes a significant contribution to the cost of building the Facility or implementing the Program housed in the facility approved by the Board of Trustees.

The Advisory Committee met and has made a recommendation to President Larry Robinson to name the BADST Weight Room & Sports Performance Center upon receipt of the gift.

The donors are making a \$125,000 donation to upgrade the Performance & Nutrition Center in the Galimore-Powell Field House.

Attachment: No

Direct Support Organizations (DSO) Committee

June 2, 2021

Agenda Item: V. A.

Subject: **Consideration of Approval of Revised Bylaws**
A. FAMU Foundation, Inc.

Proposed Board Action: Dr. Shawnta Friday-Stroud, Vice President of University Advancement and Executive Director of the FAMU Foundation, will present the revised Bylaws for the FAMU Foundation, Inc.

The revised Bylaws are submitted for consideration of approval in accordance with FAMU Board of Trustees Policy Number 2018-01.

Provide that any subsequent amendments to the Articles of Incorporation or Bylaws of the organization shall be approved by the President and the Board, prior to becoming effective.

The revised Bylaws was approved at the Spring 2021 FAMU Foundation General Board Meeting on Thursday, May 20, 2021.

Attachment: FAMU Foundation Revised Bylaws

FIRST RESTATEMENT OF THE BYLAWS

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**OF THE
FLORIDA AGRICULTURAL AND MECHANICAL
UNIVERSITY FOUNDATION, INC.**



Adopted and Promulgated on ~~August 6, 2020~~ **June 3, 2021**

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"... Update the cover page of our Bylaws to reflect the word Bylaws of the FAMU Foundation and put the most current date of the revision on the cover page..."

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FIRST RESTATEMENT OF THE BYLAWS OF THE FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY FOUNDATION, INC.

ARTICLE I
BOARD OF DIRECTORS

Section 1. Purpose, Responsibilities, and Standard of Care

The primary responsibilities of the Florida Agricultural and Mechanical University Foundation, Inc. (Foundation or Organization) Board of Directors are as follows: to receive, hold, invest, and administer donation (e.g., cash, stocks, property, etc.) and to make expenditures to and for the benefit of the Florida Agricultural and Mechanical University (University or FAMU); to operate in the best interest of the University consistent with the University's goals and mission; to advocate for the mission and purposes of the organization; to prudently manage and control Foundation assets and gifts in accordance with applicable law and the donor's intent; to participate in the selection of an executive director as provided by the University President; to support and provide the University President with input on the performance of the executive director; to ensure effective Foundation planning; to monitor and strengthen Foundation programs and services; to ensure the availability of adequate financial resources for the Foundation; to protect Foundation assets and provide financial oversight; to build and sustain a competent Foundation Board; to ensure legal and ethical integrity; and to enhance the Foundation's public standing.

As to the standard of care to be exercised by Board members, each member shall stand in a fiduciary relation to the Foundation and shall perform his/her duties as a Director, including his/her duties as a member of any committee of the Board upon which he/she may serve, in good faith, in a manner he/she reasonably believes to be in the best interests of the University and the Foundation, in conformance with the requirements of Section 112.3251, Florida Statutes (citizen support and direct-support organizations; standards of conduct), and Section 286.011, Florida Statutes (the "Florida Government in the Sunshine Law") and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his/her duties, a member shall be entitled to rely in good faith on information, opinions, reports, or

statements, including financial statements and other financial data, in each case prepared or presented by any of the following: 1) one or more officers or employees of the Foundation whom the member reasonably believes to be reliable and competent in the matters presented; 2) legal counsel, public accountants, or other persons as to matters which the member reasonably believes to be within the professional or expert competence of such person; and 3) a committee of the Board upon which he/she does not serve, duly designed in accordance with the Bylaws, as to matters within its designated authority, which committee the member reasonably believes to merit confidence. A member shall not be considered to be acting in good faith if he/she has knowledge concerning the matter in question that would cause his/her reliance to be unwarranted.

Section 2. Conflicts and Duality of Interest

No contract or other transaction between the Foundation and one or more of the directors of any other corporation, firm, association or entity in which one or more of its directors are directors or officers or are financially interested is either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of the Board of Directors or a committee thereof that authorized, approved or ratified such contract or transaction, or because his or their votes are counted for such purpose, if the contract or transaction is approved in compliance with the provisions of Sections 617.0832 and applicable provisions of the Code of Ethics for Public Officers and Employees, Part III of Chapter 112, Florida Statutes, as now or hereafter amended.

Section 3. Conflict of Interest Policy

Generally, conflicts arise when a Board member or Foundation Officer has an existing or potential financial or other interest which impairs, or might appear to impair, his/her independence or objectivity in serving the Foundation or the member or officer might derive, or appear to derive, a financial or other material benefit from confidential information learned in the course of his / her board service.

Disclosure is required, and abstention or recusal may be necessary, whenever a member or Officer or a related party (as described below) engages in the following activity:

1. has a material interest in any transaction or any proposed transaction to which the University or Foundation was or is to be a party, or serves as a director, officer, trustee, partner, employer, or employee of any person or entity having a material

interest in an actual or proposed transaction with the University or the Foundation,
or

2. serves as a director, officer, trustee, partner, employer, or employee of any person or entity that competes directly with the University or the Foundation, holds more than 5% of the stock or equity of any such organization, or has received substantial compensation, gifts, or services from any such organization or person.

For purposes of Paragraphs 1 and 2 above, a related party shall be defined as: one's spouse, domestic partner, ancestors, children, grandchildren, great-grandchildren, siblings (whether by whole or half-blood), or the spouses of children, grandchildren, great-grandchildren, or siblings.

Section 4. Whistleblower Policy

The Foundation strives to maintain the highest level of stewardship. Directors and employees are expected to observe the applicable provisions of the Code of Ethics for Public Officers and Employees, Part III of Chapter 112, Florida Statutes, and are herein advised that fraudulent and other wrongful acts will not be tolerated. In accordance with this goal the Foundation subscribes to all applicable University and State of Florida policies regarding the protection of whistleblowers. If any employee reasonably believes that some policy, practice, or activity of the Foundation is in violation of law, a written complaint must be filed by that employee *immediately* with the Executive Director, unless the violation involves the Executive Director, the University's Division of Audit, or the Compliance Office. It is the intent of Foundation to adhere to all laws and regulations that apply to the Organization and the underlying purpose of this policy is to support the Organization's goal of legal compliance. The support of all Board members and employees is necessary to achieving compliance with various laws and regulations. An employee or Board member acting in good faith and with a reasonable belief is protected from retaliation in accordance with applicable law. The protection described below is available to employees or members who comply with this requirement.

The Foundation will not retaliate against an employee or member who in good faith has made a protest or raised a complaint against some practice of the Foundation, Director, or of another individual or entity with whom the Foundation has a business relationship,

on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy. The Foundation will not retaliate against persons who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of the Foundation or a member thereof that the person reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, of the Foundation or the University.

Each member should manifest a commitment to accountability and transparency and should exemplify the behavior he/she expects of other participants in the governance process. As a corporate, policy-making body, Board members must ensure Board policies and practices are current and that the Board speaks with one voice.

ARTICLE II **MEMBERSHIP**

Section 1. Composition, Terms and Manner of Election

The number, qualifications, terms of office, and manner of selection/election of the Board of Directors of the Foundation shall be as follows:

(a) There shall be a minimum of fourteen (14), but not more than thirty-one (31) directors elected in the manner prescribed in these Bylaws, as well as the ex-officio directors provided in this section. The members of the Board of Directors and designated ex-officio members as provided in these Bylaws shall constitute the voting members of the Foundation.

(b) Members of the Board of Directors shall be nominated and elected to four (4) years terms. All nominees shall be submitted to the University President for University Board of Trustees approval. Directors may be nominated and re-elected for additional terms. After serving two consecutive terms, the Director shall be eligible for re-nomination and election upon showing a desire for continued membership in writing and in accordance with the criteria established herein for reappointment. Vacancies occurring during a term shall be filled for the unexpired portion thereof in the manner provided for the election of directors. All directors shall hold office until the expiration of their terms and until their successors have been elected or until death, resignation or removal. All reappointments are also subject to the approval of the University Board of Trustees.

(c) The terms of office of elected directors shall be staggered so that the Board of Directors shall elect approximately seven (7) members to the Board annually, provided that the total number of directors does not exceed thirty-one (31) persons.

(d) Members placed into nomination by the Board Governance and Stewardship Committee shall be elected to board membership by a majority vote of the full Board. In evaluating an individual for election or re-election as a Board member, the Board Governance and Stewardship Committee will consider, in addition to the criteria for new nominees set forth above, their record in the following areas:

- (i) knowledge of the University and higher education in general;
- (ii) active participation in and consideration to activities of the Board and the University;
- (iii) responsiveness and commitment to the Board and the University;
- (iv) offices held;
- (v) attendance at meetings;
- (vi) visibility in the community on behalf of the University; and
- (vii) advocacy of the interests of the entire University rather than any part or constituency.

Section 2. Elected Officers

The officers of the Foundation Board will be the Chair, Vice Chair, Treasurer and Secretary. Such officers shall be elected and serve as provided in these Bylaws. Only members of the Board of Directors may be nominated and elected as an officer. Members of the FAMU Board of Trustees may not serve as elected officers of the FAMU Foundation. In the event a FAMU Foundation officer is appointed to the FAMU Board of Trustees, the FAMU Foundation Board member must resign from the elected office, but may still serve as a member of the FAMU Foundation Board. Any Foundation meeting at which two or more Board of Trustees members are present must be publicly noticed in the same manner as a regular Board of Trustees meeting is noticed.

(a) **Elected Officers Terms of Office**- The officers of the Foundation shall be elected for a two (2) year term. Officers may be elected for one (1) additional term; provided, no officer shall serve more than two (2) consecutive two-year terms.

(b) **Chair**- The Chair of the Board of Directors shall preside over all meetings of the Board, and shall perform other duties which may be assigned from time to time by the Board of Directors including, but not limited to, signing all contracts authorized by the Board.

(c) **Vice-Chair**-The Vice-Chair shall preside over all meetings in the absence or disability of the Chair and shall perform all duties which may be assigned from time to time by the Chair. In the event of a vacancy or prolonged disability in the office of the Chair, the Vice-Chair shall perform all the duties of the Chair for the unexpired term.

(d) **Treasurer**- The Treasurer shall monitor and review all financial transactions of the Foundation and shall ensure proper disbursement of Foundation funds. The Treasurer, with such other officer or director as designated by the Board of Trustees, shall sign checks on behalf of the Foundation as provided in these Bylaws.

(e) **Secretary**- The Secretary shall ensure the recording of minutes for all meetings of the Board of Directors and the Executive Committee and shall ensure these records are maintained by the appropriate staff for that purpose. The Secretary shall attend to the giving and serving of all notices required by the Bylaws of this Foundation. The Secretary shall countersign, in the name of the Foundation, all contracts authorized by the Board of Directors, and when so ordered by the Board of Directors, the Secretary shall affix the corporate seal of the Foundation thereto. The Secretary shall have charge of all such books and papers as the Board of Directors may direct, all of which shall at all reasonable times be open to the examination of any director and they shall in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors. The Secretary must be a member of the Board of Directors.

Section 3. Designated Ex-Officio Membership

(a) The President of the University, Chief Financial Officer of the University, President of the National Alumni Association, Director of Alumni Affairs, and the Chair of the Board of Trustees or their designees shall be members of the Board of Directors by virtue of their positions. Individuals serving in the aforementioned positions will serve as long as he or she holds the office or the position, or the designating individual holds the office or position, which resulted in his or her placement on the Board of Directors. In any event, designees serve at the pleasure of the designator. Any vacancies in the aforementioned

positions will be filled for the unexpired portion in the manner provided for the appointment.

(b) The Directors shall also include among board membership persons who hold the following positions: a Faculty representative from the Faculty Senate recommended by the University President after consultation with the Faculty Senate Chairperson and a current Student Government Association (SGA) representative or student representative who is not serving on the Board of Trustees, recommended by the University President after consultation with the SGA President. Members serving in an ex officio capacity as designated under Subsections (a) and (b) above shall be considered members of the Foundation Board for all purposes and shall be entitled to the same rights and emoluments of membership as any other director, including the right to vote.

Board members as designated under Subsections (b) above will serve a term of one-year commencing immediately following appointment and continuing through the meeting closest to the end of one year. These directors must sign and adhere to the Minimum Participation Standards for Ex-Officio Membership and must adhere to the Code of Ethics and Standards of Conduct set forth by the Board. These directors may be re-elected for an additional term after showing a desire for continued membership in writing. These members must adhere to all provisions of the Bylaws, except as specifically provided elsewhere in the Bylaws.

Section 4. Executive Director

The Executive Director shall be responsible for the general day-to-day management of the affairs of the Foundation and shall exercise such authority to accept gifts, collect revenues, and make routine expenditures as may be delegated by the Board of Directors or the Executive Committee. The selection, discipline and firing of FAMU employees shall be by the Executive Director with the consent of the Vice President of University Advancement (provided these individuals are not one and the same person). Additionally, the Executive Director shall be responsible for the oversight, reporting and coordination of all activities pertaining to the portfolio investment strategy and administration. The Executive Director shall also be responsible for the maintenance and management of any or all of the Foundation's activities as may be required by the Board of Directors.

The Executive Director shall be selected by and shall report to the President of the University and serve as an ex-officio member of the Board of Directors and shall have no voting rights.

Section 5. President of the University

The President of the University shall have the powers and the duties of president of a state university in Florida as contemplated by law, and in regards to the Foundation it is recognized the University President's powers and duties include, but are not limited to the following:

- (a) Monitor and control the use of University resources by the Foundation;
- (b) Establish fundraising priorities that are consistent with the University's mission and ensure coordination of fundraising activities among all University direct support organizations;
- (c) Establish the thresholds for approval of purchases, acquisitions, projects and the issuance of debt according to Board of Trustees regulation;
- (d) Control the use of the University's name;
- (e) Monitor compliance of the Foundation with University regulations and policies and relevant state and federal laws, and provide reports and recommendations as required or necessary to the University Board of Trustees;
- (f) Ensure that any political activities of the Foundation are coordinated with the University President's office;
- (g) Review and approve the Foundation's quarterly expenditure plan, to determine if there are significant changes in Foundation's projects funded, expenditures or income projected in the approved annual budget or which would cause a significant commitment of the University's or Foundation's resources, as provided by University regulations and policies; and
- (h) Approve Foundation contributions of funds or supplements to support Intercollegiate Athletics.

The President of the University shall be an ex-officio voting member of all standing committees, except the audit committee of the Board of Directors.

Section 6. Emeritus Board Members

Any incumbent, deceased, or former Board member who has made an exceptional contribution to the progress and welfare of the University and has served with distinction and devotion as a Director for ten (10) years or more may be considered for designation by the Board as an Emeritus Board Member. Emeritus Directors are welcome to attend most meetings and special events of the Board of Directors. They may participate in discussions but shall not be entitled to vote with the full Board on board matters, nor hold or be appointed to serve as chair of any committee. In no event shall the Foundation be responsible for scheduling, reimbursing, or paying for any travel expenses or accommodation of an Emeritus Board Member associated with that member's attendance at any meeting of the Board.

Section 7. Honorary Board Members

Individuals whose achievements characterize them as a person whose name may lend further distinction to the Foundation may be nominated for honorary membership on the Board of Directors. These persons may be recommended by members of the Board, reviewed and nominated by the ~~Nominating~~ Board Governance and Stewardship Committee, and voted upon by the full Board of Directors. Honorary members may serve for a term of four (4) years. Membership may be renewable upon a majority vote of a quorum of the Board members at any annual meeting or other meeting called for such purpose.

Honorary membership will entitle the individual to be listed on Board stationery and documents, as well as Board programs; however, honorary membership does not entitle honorary members to voting privileges. They may participate in discussions but shall not be entitled to vote with the full Board on board matter, nor hold or be appointed to serve as chair of any committee. Attendance at Board meetings will not be required. In no event shall the Foundation be responsible for scheduling, reimbursing, or paying for any travel expenses or accommodations of an Honorary Board Member associated with that member's attendance at any meeting of the Board.

Section 8. Absence or Incapacity of Officers to serve

In the event of absence, disability, or refusal to act of any of the officers of this Foundation, except the Chair, the Board of Directors may appoint any member to perform the officer's respective duties.

Section 9. Resignation

An elected director may resign at any time by submitting a written resignation to the Chair of the Foundation with a copy to the Secretary.

Section 10. Removal of a Member

Notwithstanding the provisions of Article IV, Section 1(f) of these Bylaws, an elected director may be removed, with cause, by a majority vote of the Board of Directors by reason of the following:

- (a) refusal or failure to fulfill his or her annual financial responsibility to the Foundation, as promulgated from time to time in the Foundation's Policy and Procedures, not later than March 31st in advance of the annual Spring meeting of the Foundation.
- (b) refusal or failure to remain financially responsible; if a director fails or refuses to become financially responsible within ten (10) days, after being so advised by the Board Chair, that director shall be denied paid travel and lodging accommodations to future board meetings and any other benefits of board membership to which that director might otherwise be entitled.
- (c) more than two (2) unexcused absences in a two-year period; unexcused absences may only be granted by the Chair; any director exceeding this limit may forfeit his or her position on the Board of Directors, subject to a final vote on such removal for cause by a majority vote of the Executive Committee.

Section 11. Compensation

Elected directors shall not receive compensation for their services but may be reimbursed for reasonable expenses incurred for travel, meals and lodging associated with their attendance at meetings of the Foundation or when traveling on Foundation business. No state or University funds shall be used for travel expenses by any director.

Section 12. Communications Between and Among Directors

All communications between and among Directors shall be governed by Section 286.011, Florida Statutes (“Florida Government in the Sunshine Law”). The Sunshine Law requires boards to meet in public; Directors may not take action on or engage in private discussions regarding board business via written correspondence, e-mails, text messages, by telephone, or other electronic communications; nor may Directors use other means of electronic communication to conduct private discussions among themselves about board business.

ARTICLE III
STANDING COMMITTEES

There shall be an Executive Committee, Investment Committee, Audit Committee, Bylaws Committee, Board Governance and Stewardship Committee, Development Committee, Finance Committee, Advisory Committee and such additional standing or special committees as the Board may establish from time to time.

Section 1. Appointment of Committees

With the exception of the Executive Committee, the members of all the committees shall be appointed by the Chair of the Board of Directors. The Chair of the Board of Directors shall also appoint one member of each committee to serve as its Chair and one member of each committee to serve as its Vice-Chair. The Chair of the Board of Directors shall also have the power to appoint members to such additional standing or special committees as the Board may need from time to time.

Section 2. Executive Committee

- (a) The Executive Committee of the Board of Directors shall consist of the:
Chair of the Board of Directors,
Vice-Chair of the Board of Directors,
Secretary of the Board of Directors,
Treasurer of the Board of Directors,
Executive Director of the Foundation,
President of Florida Agricultural and Mechanical University, and

Chair of the Board of Trustees of Florida Agricultural and Mechanical University, or appointed designee.

The Chair of the Board of Directors shall be the chair of the Executive Committee.

(b) The Executive Committee shall meet at the call of the Chair of the Board of Directors. The presence of a majority of Committee members shall constitute a quorum and the affirmative vote of a majority of a quorum present shall be necessary for the adoption of any resolution.

(c) The Executive Committee shall provide governance to the Foundation in the intervals between the regular meetings of the Board of Directors. It shall have all the power and authority of the Board and other committees of the Board, except for the Audit Committee, with respect to the affairs of the Foundation, subject only to such restrictions or limitations as the Board of Directors may specify from time to time.

(d) The Executive Committee shall not have the authority to fill vacancies on the Board or the Executive Committee, elect or remove officers, amend, alter or repeal the Bylaws or Articles of Incorporation of the Foundation or any resolution of the Board, take any action on matters committed by the Bylaws or resolution of the board solely to another committee of the Board. All actions of the Executive Committee shall be reported in writing to the Board of Directors within thirty (30) days after such action is taken or at the next meeting of the Board of Directors, whichever event occurs first. All action of the Executive Committee shall be included in the minutes of the Board of Directors.

Section 3. Investment Committee

(a) The Investment Committee shall provide advice to the Board of Directors and Executive Director regarding the management of the Foundation's investment portfolio. The Committee's responsibilities shall include, but not necessarily be limited to, the approval of endowment investment guidelines, objectives, investment allocations, the selection of investment advisors and consultants, and the review of the performance of investments.

(b) The Chair or Vice Chair of the Investment Committee is granted authority to make changes of Investment Managers while keeping the overall asset allocation as previously approved by the Board.

(c) The Investment Committee shall meet four (4) times annually to address investment issues.

(d) The Investment Committee shall report quarterly to the Board of Directors.

Section 4. Audit Committee

(a) The Audit Committee shall receive and analyze financial reports to ensure that the information contained in such reports accurately describes the financial condition of the Foundation.

(b) It must attest that internal controls are in place to provide the necessary level of confidence, and that there are no material weaknesses in financial controls, and/or set timelines for improvements where deficiencies are identified. The Audit Committee must ensure in accordance with the mandate of the FAMU Board of Trustees that the audit company and/or visiting audit team is changed every two to five years to ensure an unbiased creditable audit of the Foundation records is accomplished.

(c) The Audit Committee shall be responsible for recommending the appointment of the independent public accountants, as well as review the cost and scope of any audit provided by such accountants or auditors. Any independent public accountants or auditors recommended by the Audit Committee to the Board of Directors shall be selected and approved in accordance with such policies or regulations governing the selection and retention of auditors as adopted by the University Board of Trustees.

(d) The Committee shall be responsible for the review and evaluation of the reports prepared by the independent accountants that describe any weakness in the Organization's internal accounting and management controls, and that contain recommendations for improvements in such controls. The Committee shall determine if management has taken appropriate action on such recommendations.

(e) It shall also have responsibility to review the annual financial statements with the independent accountants and review new or proposed accounting standards which affect the banking, investment and fundraising industries, and their impact on the Foundation.

(f) The Audit Committee shall meet bi-annually prior to the Board meeting or as necessary to address audit issues.

Section 5. Board Governance and Stewardship Committee

(a) The Board Governance and Stewardship Committee shall be charged with: receiving, evaluating and presenting to the Foundation Board nominations for new members and officers, in the manner provided in these Bylaws; developing a policy for member recruitment and officer selection; nominating individuals for special recognition as Emeritus Members of the Foundation; developing a plan for orientation of new members; developing a plan for continuing education of members; and monitoring the attendance, participation and financial responsibility of members.

(b) The purpose of the Committee is to ensure the integrity of the Board and enhance Board performance. The Committee is also responsible for establishing and maintaining standards of Board conduct, identifying the expertise and experience needed by the Board, ensuring members have appropriate orientation and ongoing education, periodically reviewing and ensuring compliance with these Bylaws and other Board policies, managing the process for deciding whether to reappoint a board member, planning for leadership succession, planning for leadership succession, honoring and recognizing retiring members, identifying best practices in foundation governance and customizing such practices as appropriate for this Board.

(c) The Board Governance and Stewardship Committee shall solicit nominees for the Board from the University community and the national community as well. Upon its consideration of an individual for nomination to the Board, the Committee shall consider the individual's demographic location and demonstrable qualities in the following areas:

- (i) intelligence, wisdom, and high moral character;
- (ii) devotion and willingness to be active and energetic in exercising critical judgment on policy matters;
- (iii) ability to work collegially with other Board members, the administration, faculty, staff, students, and the University community at large;
- (iv) notable record of leadership and accomplishment in the community or in a particular area of expertise; and
- (v) willingness to support the University through personal giving and/or fundraising.

(db) The Committee shall meet annually to review the terms of the Board of Directors and to prepare recommendations for the Board regarding the nomination of Board members, in accordance with Article II, Section 1, of the Bylaws. The Committee shall present to the Board of Directors recommendations regarding candidates for officers of the Board. The recommendations will be made available to Board members at least thirty (30) days before the annual meeting. ~~Other nominations may be made at the annual meeting.~~

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(ee) ~~Prospective m~~Members placed into nomination by the Committee shall be elected to board membership by a majority vote of the full Board. The Board shall vote individually on each member. In evaluating an individual for election or re-election as a Board member, the Committee will consider, in addition to the criteria for new nominees set forth above, their record in the following areas:

- (i) knowledge of the University and higher education in general;
- (ii) active participation in and contribution to activities of the Board and the University;
- (iii) responsiveness and commitment to the Board and the University;
- (iv) offices held;
- (v) attendance at meetings;
- (vi) visibility in the community on behalf of the University;
- (vii) advocacy of the interests of the entire University rather than any part or constituency; and
- (viii) demonstrated financial commitment to the University.

Section 6. Bylaws Committee

The Bylaws Committee shall meet annually or as necessary to review the Bylaws of the Foundation to assure that guidelines for operating the business of the Board are properly updated and make recommendations to the Board regarding amendments and modifications as necessary.

Section 7. Development Committee

(a) The Development Committee shall provide advice to the Board of Directors, the Executive Committee, and the Foundation regarding securing private, external financial support for the University.

(b) The Development Committee shall also assist in the identification, cultivation, and solicitation of private gift prospects for the University as necessary.

(c) The Development Committee shall meet a minimum of two (2) times annually.

Section 8. Finance Committee

(a) The Finance Committee shall establish and be responsible for the fiscal policy, including budget and spending. It shall review the annual budget and periodically ensure that the budget and current funds of the Foundation are administered in accordance with the policies of the Board of Directors.

(b) The Finance Committee shall develop and review overhead charges, capital equipment purchasing and operation, and other policies. The Finance Committee is required to make detailed reports to the Board of Directors.

(c) The Finance Committee shall receive and consider the Foundation's budget for each fiscal year as presented by the Executive Director. It shall then present the budget with appropriate recommendations to the Board of Directors at the last regular meeting prior to the beginning of the next fiscal year. Subsequent amendments or revisions shall be considered by the Committee and submitted with any recommendations to the Executive Committee.

(d) The Finance Committee shall meet with the Foundation staff periodically to compare spending with the policies of the Foundation and the budget, and make recommendations to the Executive Director and Board.

(e) The Treasurer of the Foundation, or their designee, shall be the secretary of the Finance Committee and shall keep minutes of the actions of the Committee.

(f) The Finance Committee shall further be charged with overseeing all matters concerning real estate owned or operated by, or being considered for purchase or operation

by the Foundation, and recommending any action relating to such matters that the committee deems advisable. The Committee shall participate, where appropriate, in the cultivation of private gifts of real property to the Foundation.

Section 9. Advisory Board

(a) Advisory Board members are individuals whose achievements and business acumen characterize them as persons qualified to actively advise the Foundation Board as well as recommend prospective individuals or donors that may lend further distinction to the Foundation.

(b) The specific purposes for which the Advisory Board will include but not be limited to: leveraging the skill sets and networks of Advisory Board members; facilitating creation of a pool of persons who are experienced, from whom future Foundation Board members may be drawn; establishing a defined network of goodwill ambassadors for the Foundation to further facilitate fund-raising and friend-raising; providing external feedback to the Foundation and the University; providing affinity memberships for retired corporate executives, major contributors, benefactors and selected emeritus Board members; analyzing and evaluating matters or single issue topics of interest to the Foundation Board, requiring special or objective examination over an extended period of time.

(c) The Advisory Board shall focus on advancing the philanthropic function of the Foundation Board, through referral of prospective individual or corporate donors. Further the Advisory Board members would be individuals dedicated to ensuring the enhancement of the status of the Foundation and the University.

(d) Advisory Board membership will entitle the member to be listed on Board stationery and documents, as well as Board programs. Advisory Board membership shall be limited to fourteen (14) positions and members. Advisory Board members shall have no Board voting privileges and shall not be vested with either fiduciary responsibilities or decision-making authority. Attendance at Foundation Board meetings is not required.

(e) These persons may be recommended by members of the Board, reviewed and nominated by the Board Governance and Stewardship Committee, and voted upon by the full Board of Directors. Advisory members may serve for a term of four (4)

years. Membership may be renewable upon a majority vote of a quorum of the Board members at any annual meeting or other meeting called for such purpose.

Section 2. Membership and Quorum of Standing Committees

(a) The membership and standing committees, except for the Advisory Board, shall be composed of persons who are members of the Board of Directors. Committee members shall serve during the entire time of their term on the Board in accordance with Article II, Section 1(b) of these Bylaws.

(b) A majority of the voting members of a committee shall constitute a quorum for the transaction of business unless otherwise provided in these Bylaws. The acts of a majority of the members present and voting at a meeting at which a quorum is present shall be the acts of the Committee, except as specifically provided elsewhere in the Bylaws.

ARTICLE IV
MEETINGS

Section 1. Regular Meetings

The Board of Directors shall meet semi-annually. The time and place shall be determined by the Chair of the Board. At the last Board of Directors meeting during the calendar year, the Board shall elect directors as provided for in the Articles of Incorporation and Bylaws and shall transact such other business as may be brought before the Board. All elected and appointed directors shall be approved by the FAMU Board of Trustees, except those that serve by virtue of their positions.

Section 2. Special Meetings

Special meetings of the Board of Directors must be called by Chair or by a petition of three-fourths (3/4) of the current Directors.

Section 3. Quorum for Transacting Business

One-half (1/2) plus one of the current membership shall constitute a quorum at any meeting of the Board of Directors. All questions shall be determined by majority vote of the quorum present. A majority of all members of the Board of Directors, however, must concur in the following:

- (i) Amendments to the Bylaws; and
- (ii) Amendments to the Articles of Incorporation.

Section 4. Meetings Notices

Notice of meetings shall be communicated by the Secretary to the directors not less than thirty (30) days preceding any meeting except special meetings as defined in Section 2 and shall also be publicly noticed in accordance with the requirements of the Chapter 286, Florida Statutes.

Section 5. Presiding Officer(s)

The Chair, or in the Chair's absence, the Vice-Chair, shall preside over all meetings of the Board of Directors. In the absence of both the Chair and Vice-Chair, the Board may appoint any member present to act as chair. The Secretary of the Foundation shall act as secretary of all of the meetings of the Board of Directors, but in the event of the Secretary's absence, the presiding officer may appoint any member present to act as Secretary of the meeting.

Section 6. Collective Authority and Action

Actions of the Board or its Committees may be taken by a majority of a quorum of the members of the Board or Committee present at the meeting and voting in person or by telephone conference to the actions. "By telephone" includes facsimile, video conference, electronic transmission (such as email), satellite broadcast, or any other electronic means, to the extent permitted by the law and the provisions of Chapter 286, Florida Statutes. The written consent(s) will be filed with the minutes of the proceedings of the Board or Committee. Action by written consent will have the same force and effect as action by voice vote of the Board or its Committees.

In accordance with applicable provisions of Chapter 286, Florida Statutes, the Board or any Committee of the Board may be called into Executive Session in the course of any meetings, as appropriately noticed and included in the agenda, to consider pending litigation expenditures and resolution and research funding proposals.

**ARTICLE V
ORDER OF BUSINESS**

The order of business at all meetings of the Board of Directors shall be as follows, unless otherwise determined by the Chair or a majority of the directors present:

1. Roll Call
2. Reading of minutes of last meeting
3. Consideration of communications
4. Resignations and elections
5. Reports of officers
6. Reports of committees
7. Unfinished business
8. Original Resolutions and new business
9. Adjournment

ARTICLE VI
APPROVED MAJOR ACTIVITIES

Approved major activities of the Florida Agricultural and Mechanical University Foundation, Inc., shall be as determined and established by the Board of Directors. They may include, but are not to be limited to: a corporate support program, capital gift program, and planned giving and philanthropic foundations. However, the giving, directly or indirectly, of any gift to a political committee or committee of continuous existence as defined in Section 106.011, Florida Statutes, for any purpose is prohibited.

ARTICLE VII
SEAL

The seal of the Foundation shall be inscribed with the words “**Florida Agricultural and Mechanical University Foundation, Inc.**”, the figures “**1966**” and the words “**Corporation Not for Profit.**”

ARTICLE VIII
NON-DISCRIMINATION POLICY

The Foundation shall not discriminate based on race, religion, color, age, disability, sex, sexual harassment, sexual orientation, gender identity, gender expression, marital status, national origin, and veteran status as prohibited by State and Federal Statutes.

The Foundation provides equal employment opportunities for all persons regardless of race, color, religion, gender, age or national origin. Any person, vendor, and independent contractor, hired or employed by the Foundation shall not be deemed or considered an employee of the State of Florida or the University by virtue of their

employment with the Foundation, except for any person with a University employment agreement that specifically states otherwise. The Foundation shall also comply with Section 1012.976, Florida Statutes.

ARTICLE IX
AMENDMENTS

Section 1. Amendment of Bylaws

The Bylaws of the Foundation may be altered or amended at any meeting of the Board of Directors by resolution approved by a majority of the Board. Written notice of any proposed amendment of the Bylaws must be mailed to each member of the Board prior to any meeting at which the proposed amendment is to be considered.

Section 2. Amendment of Articles of Incorporation

The Articles of Incorporation shall not be amended other than by vote of a majority of the Board of Directors. Written notice of any proposed amendment of the Articles of Incorporation must be mailed to each member of the Board prior to any meeting at which the proposed amendment is to be considered.

Section 3. Approval of Amendments by Board of Trustees

Any subsequent amendments to the Articles of Incorporation or Bylaws of the Foundation shall be submitted to the President of the University for the Board of Trustees for approval, prior to becoming effective.

ARTICLE X
CONFIDENTIALITY OF FOUNDATION DOCUMENTS

The successful partnership between the Florida Agricultural and Mechanical University and the Florida Agricultural and Mechanical University Foundation, Inc. is based on effective service, trust and accountability. The Florida Agricultural and Mechanical University Foundation, Inc., as a direct support organization of the Florida Agricultural and Mechanical University, believes it should be sensitive to the public scrutiny of its financial affairs. However, the Foundation's ability to assure donors and prospective donors that their financial and personal information will be held in confidence

is essential to fulfilling its primary mission of raising private support for Florida Agricultural and Mechanical University. The Florida Legislature has acknowledged, in Section 1004.28(5), Florida Statutes, that certain records of the Foundation are confidential and exempt from Florida Public Records Law. Other than the auditor's report, management letter, any records related to the expenditure of state funds, and any financial records related to the expenditure of private funds for travel, all records of the organization and any supplemental data requested by the Board of Governors, the University Board of Trustees, the Auditor General, and the Office of Program Policy Analysis and Government Accountability shall be confidential and exempt from Section 119.07(1), Florida Statutes.

ARTICLE XI
CHECKS

Checks or drafts on the funds of the Foundation shall be signed by two of the officers or directors authorized to do so by the Board of Directors, those officers being the Chair, Vice Chair, Secretary, Treasurer, and Executive Director of the Foundation.

ARTICLE XII
AUDITS

Section 1. Annual Audits

a) After the close of each fiscal year, the Foundation shall cause a financial audit of its accounts and records to be conducted by an independent certified accountant pursuant to Sections 1004.28 (5) and 1010.34, Florida Statutes, as now or hereafter amended, and in accordance with such regulations and policies adopted by the University Board of Trustees, as now or hereafter amended.

b) The annual audit of the Foundation shall include as part of its audit scope the compliance testing of the Foundation with the required regulations and policies of the University governing direct support organizations, including but not limited to general accounting, fundraising and gift accounting, investment, University and Foundation employee compensation policies and procedures.

c) The annual audit report, including management letters and recommendations, management's response to the audit findings and recommendations shall be submitted to the President of the University and the Audit Committee of the Board of Trustees for the Board of Trustees review and approval.

Section 2. Operational Audit

Every three (3) years, the Board of Directors shall provide for an operational audit of the Foundation measuring and evaluating administrative controls within the Foundation against standards set by the University or the State of Florida for such organizations, including the Foundation's budget and operating policies and procedures.

ARTICLE XIII
BUDGET AND EXPENDITURES

Section 1. Preparation and Submittal of Operating Budget

Operating budgets must be prepared, at least, on an annual basis consistent with all applicable state laws and the regulations and policies of the University Board of Trustees. The annual operating budget must be approved by the Foundation Board and the President of the University and submitted by the President to the Chair of the Board of Trustees for Board approval. All salary supplements, compensation, and benefits provided to the President, University faculty, and to staff and employees of the Foundation with Foundation assets shall be detailed in the budget.

Section 2. Review and Approval of Quarterly Expenditure Plans

After approval of the yearly operating budget by the University Board of Trustees, the Foundation shall prepare and submit to the President of the University for approval a quarterly expenditure plan. The quarterly expenditure plan shall be submitted on or before the first date of the fiscal quarter in which they are to occur, and shall delineate any planned actions that would cause a significant commitment or change of University resources or represent a significant commitment or change of the resources of the Foundation such as capital projects. Expenditures must comply with thresholds established in University regulations. For example, and as stated in the University's policies, a significant commitment or change is any budgetary matter which is more than 15% but less than \$40,000 of the total amount of the Foundation's annual budget.

Section 3. Budget Amendments

The Foundation shall have the authority to amend its budget. Budget amendment requests which are provided for in Section 2 herein shall be approved by the University President, provided that no budget amendment affecting the President or the President's compensation, salary or other benefits shall be made without the approval of the University Board of Trustees. Other budget amendment requests shall require the approval of the President and the Board of Trustees.

ARTICLE XIV
REPORTING REQUIREMENTS

On or before June 30 of each year, the Executive Director shall prepare and submit to the President of the University, on behalf of the Foundation, the annual certification report as required by University regulations and policies, providing all the documentation, reports and certifications necessary for the report, to ensure the Foundation maintains its certification as a direct support organization of the University.

ARTICLE XV
BOND

Each officer or employee who is authorized to sign checks on behalf of the Foundation; collect, hold, or disburse funds of the Foundation; or to handle negotiable instruments on behalf of the Foundation shall execute and deliver to the Foundation, at the Foundation's expense, a bond for the faithful discharge of their duties, the adequacy of which shall be determined by the Executive Committee.

ARTICLE XVI
FISCAL YEAR

The FAMU Foundation shall conduct its financial operations observing a fiscal year ending on June 30 of each year, unless otherwise approved by the University Board of Trustees.

ARTICLE XVII
MISCELLANEOUS PROVISIONS

The Articles of Incorporation and Bylaws of the Foundation will be consistent with and in the case of a conflict, superseded by all applicable Florida Statutes, including without limitation § 1004.28 as now or hereafter amended, and the applicable University

regulations and policies, including without limitation University Regulation 11.001 and University Policy 2018-01 as now or hereafter amended, and any applicable regulations of the Florida Board of Governors including without limitation Regulation 9.011, all of which are incorporated herein by reference.

ARTICLE XVIII
AMENDMENTS: FIRST RESTATEMENT | DATE | AMENDMENTS

“...Create an amendment page that reflects the first restatement of the Bylaws, the date it was done and any amendments.”

Direct Support Organizations (DSO) Committee

June 2, 2021

Agenda Item: V. B.

Subject: **Consideration of Approval of Revised Bylaws**

B. FAMU National Alumni Association

Proposed Board Action: Dr. Shawnta Friday-Stroud, Vice President of University Advancement and Executive Director of the FAMU Foundation, will present the revised Bylaws for the FAMU National Alumni Association.

The revised Bylaws are submitted for consideration of approval in accordance with FAMU Board of Trustees Policy Number 2018-01.

Provide that any subsequent amendments to the Articles of Incorporation or Bylaws of the organization shall be approved by the President and the Board, prior to becoming effective.

Attachment: FAMU National Alumni Association Revised Bylaws



*Florida Agricultural and Mechanical University
National Alumni Association, Inc.*

Date: Tuesday, May 25, 2021

To: Kelvin Lawson, Chairman
FAMU Board of Trustees

From: Gregory L. Clark, President
FAMU National Alumni Association

Re: FAMUNAA 2021 Constituion & Bylaw Amendments and Budget

Please see attached the 2021 FAMU National Alumni Amended
Constitution and Bylaws and approved 2021 Annual Budget.

**BYLAWS OF THE
FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY
NATIONAL ALUMNI ASSOCIATION, INC.**

**SECTION 1
PURPOSE**

Section 1.1 Function. The Florida Agricultural and Mechanical University National Alumni Association, Inc. (FAMU NAA) 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 FAMU NAA (the Association) and its memberships is to enhance and support the continued existence of Florida Agricultural and Mechanical University (Florida A&M University) by: raising and giving funds to Florida A&M University (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 '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 has not attended the University, yet who is interested in supporting the causes of the Association, may become an Associate Member with the Association's "approval by more than half of the members, who are present and voting, and eligible to vote, at the regular or properly called meeting of the appropriate body" (hereinafter referred to as "majority vote"). 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 the University, at the bachelor's, master's or doctoral level (one graduation only), the University graduates shall have their national, regional, and local membership dues waived for the first membership year as provided in the official Association's "Transcendent Ceremony." Recent graduates shall enjoy the same privileges as Alumni Members with National Level Membership. A recent graduate may not hold office at the National level or vote in National elections but may vote and participate at National meetings if registered with full registration or with single-day registration on the day of the meeting. Chapters and regions shall have the discretion to determine the Recent University Graduate membership privileges.

Section 2.2.3.1. Usage. The Recent University Graduate Membership can be activated within 365 days from graduation. The recent graduate can opt to use the membership in the current membership year or the next membership year.

Section 2.2.4. Student 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 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. Life Members who have not paid dues at all applicable levels cannot hold office at the National level, or vote in National elections, but may vote and participate at National Meetings if registered with full registration or with single-day registration on the day of the meeting.

Section 2.3.2. Annual 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. These Active Members, who have not begun subscribing to Life Membership, shall be called Annual Members.

Section 2.3.3. Subscribing Life Membership Status

A Subscribing Life Member may elect to pay the \$750.00 assessment in installments over a period of either one (1) year (12 months) if paid electronically, three (3) years, or five (5) years. All installments due under the three (3) or five (5) year term must be paid by December 31st of the year the total assessment is due.

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) or five (5) 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 dues requirement clause as stated in Section 2, Section 2.5 of the Members Bylaw. Until the total assessment of \$750.00 is paid, the member is also required to pay the annual National dues.

Section 2.4 National Membership Level. Persons who only pay the annual National assessment of fifty (\$50.00) dollars; and do not pay applicable 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 with full registration or with single-day registration on the day of the meeting.

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 fifty dollars (\$50.00) to the Association, unless the member is a Life Member, and has paid the applicable dues to the respective Region or Chapter. A Life Member shall be required to pay only the applicable Regional and Chapter dues to be considered an Active Member of the Association. Recent graduate members are exempt from membership assessments.

Section 2.5.1 Applicable Regional Dues. Dues are applicable at the Region level if a member's residential address of record with the Association is located within a Region, defined by specified U.S. state(s), that assesses regional dues for individual members or if the member belongs to a chapter within a Region that assesses dues for individuals.

Section 2.5.2 Applicable Chapter Dues. 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, that is defined by a local area, or if a member joins a chapter that assesses chapter dues. If a member lives outside of the areas of all chapter geographical boundaries that are defined by a local area, and hasn't joined a chapter that assesses dues, then chapter dues are not applicable to that member. A member, whose address of record is outside of all approved chapter boundaries as outlined in this section, 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 July 1- June 30. 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 and 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, on that date, electronically or in person by an official Chapter, Regional or National Officer or payment system that receives funds, 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.

(b) A member's active status will not be delayed by failure of an officer to transmit the dues payment to the proper financial account(s) (i.e., Chapter, Regional and/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 six (6) Regional Vice Presidents and six (6) Members-at-Large. Regions of the Association shall elect their respective Regional Officers.

Section 3.2 Appointed Officers. With approval by an Executive Board majority vote, the President shall appoint the General Counsel, Parliamentarian, Sergeant-at-Arms, Publicity Director, Chaplain, and Historian. 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. Elected and Appointed Officers as defined in Section 8.1 and 8.2 cannot hold more than one position during a term.

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, by majority vote, may also petition to relieve an officer from duty. 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 3.4.1. The petition must be presented by a member who is active at the Chapter, Regional, and National levels. The petition originator may not be anonymous.

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 July 1st, or immediately upon their election after July 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. Nominating 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 Nominating 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. The President shall appoint an Elections Committee, from the active membership of the Association, consisting of one member from each Region. The Elections Committee appointments must be confirmed by a majority vote at a national membership meeting. 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 recommended by the Nominating and Elections Committees respectively, shall also require approval by an Executive Board majority vote. The Elections 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 distributed from the Association to each eligible voter in the Association. This information will be delivered to each eligible voter, 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 mailing failures, Internet malfunctions, 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/distribution and return dates. The extension cannot project target parameters thirty (30) days beyond the previously established mailing/distribution 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 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 member of record with the Association at least 60 days prior to the delivery of ballots for election.

Section 4.4.1 Voter Eligibility. To be eligible to vote, life members must have paid their life membership dues in full at least 60 days prior to delivery of the ballot..

Section 4.5 Association Endorsements. Officers and members are free to endorse any Association candidate of their choice with the exception of the Nominating Committee members and Elections 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**

Section 5.1 President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>President</i>	<p>An active (dues paying), alumni member of the Association the current year and one of the past two years; 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>

Section 5.2 First Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>First Vice President</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; 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.	Presides at National Meetings in the absence of the President; Chairs Executive Board meetings in the absence of the President; Serves as coordinator for the Annual Spring Meeting and as an Ex Officio member of National Convention Committee of the Association.
Section 5.3 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 and the Student National Alumni Association to recruit students to the Association for the purpose of developing better Student-Alumni relations;

Section 5.4 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 Fundraising Committee;
Section 5.5 Recording Secretary		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Recording Secretary</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; 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 5.6 Treasurer		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Treasurer</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; Capable of maintaining accurate financial records and furnish surety company fidelity bonds;	Serves on the Budget & Finance 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;

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	Committed to serve until term expires; Team Player.	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.
Section 5.7 Financial Secretary		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Financial Secretary</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; 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>
<i>Corresponding Secretary</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; Proficient in the understanding and use of the English language;	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;

FAMU NAA, Inc. Bylaws, Amended May 2021

	Ability to compile and compose documents with clarity; Amenable to fulfilling the duties until the end of the term; Team player.	Conducts general correspondence of the Association, excluding correspondence that is functionally proper to other officers or committees.
Section 5.9 Regional Vice President		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Regional Vice President</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; Elected by the Region to serve; 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 5.10 Member-at-Large		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Member-At-Large</i>	An active (dues paying), alumni member of the Association the current year and one of the past two years; Elected by the Region served;	Serves as a member of the Executive Board as an additional representative from the Region from which elected;

	Team Player.	Serves as chairperson of National Committees; Performs duties as assigned by the President or Executive Board.
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**SECTION 6
QUALIFICATIONS AND DUTIES OF APPOINTED OFFICERS**

Section 6.1 General Counsel		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>General Counsel</i>	An active (dues paying) 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 6.2 Parliamentarian		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Parliamentarian</i>	An active (dues paying) 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 opinions to help 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.

Section 6.3 Sergeant-at-Arms		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Sergeant-at-Arms</i>	An active (dues paying) 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.
Section 6.4 Publicity Director		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Publicity Director</i>	An active (dues paying) 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 6.5 Chaplain		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Chaplain</i>	An active (dues paying) 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 6.6 Historian		
<i>Office</i>	<i>Qualifications</i>	<i>Duties</i>
<i>Historian</i>	Active (dues-paying) member of the Association. Working knowledge or willingness to learn the history of the University and the Association. Ability to organize, analyze and archive data and interpret its authenticity and significance.	Serve on the History Committee as established Organize, maintain and archive Association historical records. Maintain material produced by the Association throughout the year. Document Association achievements through the year Provide historical information to Association members as needed.

**SECTION 7
MEETINGS**

Section 7.1 Membership Participation. Active members, present and voting at National Meetings, constitute a quorum for the conduct of business. Life Members, National Members, and 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, if registered with full registration or with single-day registration on the day of the meeting.

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 7.4 Chapter Representation at annual National meetings. There shall be a requirement that each chapter have a minimum of one (1) member registered and represented at each Annual Meeting.

Section 7.5 Chapter Fines. The Association shall assess a fine equal to the amount of registration for those chapters that do not send a representative to the National Meeting.

**SECTION 8
EXECUTIVE BOARD**

Section 8.1 Composition of the Executive Board The Executive Board shall comprise the elected officers, appointed officers, ex-officio members, and non-voting members, as listed in the sections herein. The voting members of the Executive Board are the national and regional elected officers, five national appointed officers, and ex-officio members, as outlined herein. The non-voting members of the Executive Board are outlined below.

Section 8.1.1. Elected Officers The national elected officers are the President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and Financial Secretary. The regional elected officers serving on the Executive Board are all Regional Vice Presidents and all Members-at-Large.

Section 8.1.2. Appointed Officers The national appointed officers of the Executive Board with voting rights shall be the General Counsel, Parliamentarian, Sergeant-at-Arms, Publicity Director, and Chaplain.

Section 8.1.3 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 8.1.4 Non-voting Members The Executive Director of Alumni Affairs, the Historian, and paid staff of the Association shall be non-voting members of the Executive Board.

Section 8.2 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 FAMU NAA 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. An approval by Executive Board majority vote 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 FAMU NAA, or other intellectual property, shall not be used for commercial purposes unless approved by an Executive Board majority vote.
 - I. The Executive Board shall determine the time and location for the annual National Meeting.

Section 8.3 Executive Board Meetings and Quorum The Executive Board shall hold regularly scheduled meetings and may hold special meetings, as deemed necessary. Nine members of the Executive Board shall constitute a quorum. The Executive Board may meet in-person, via teleconference, videoconference, or other means. All meetings must be conducted in such a manner that all participants are able to hear, or hear and see, each other simultaneously.

Section 8.3.1 Regularly Scheduled Meetings The Executive Board shall meet at least bimonthly. The President shall establish the schedule of meetings.

Section 8.3.2 Special Meetings 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 five (5) days written notice has been

given to all Executive Board members prior to the date of the meeting. Each Executive Board member shall be informed of the proposed agenda in the call of the meeting.

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 Relations, 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 9.2.3.5. Evaluate each proposed geographical boundary submitted by chapters, within 45 days of receipt, and submit a recommended boundary to the Executive Board for approval.

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 Relations Committee Composition and Duties

Section 9.2.5.1. The Governmental Relations 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 FAMU NAA.

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. Review, at least annually, the Constitution and Bylaws, the Policies and Procedures Manual, and other Association adopted rules, hereinafter referred to as the Association’s governing documents for current status and possible

recommendations for changes. Amendments to the Constitution and Bylaws require approval by the membership. Amendments to the Policies and Procedures require approval by the Executive Board or the membership.

Section 9.2.8.3 Evaluate and make the final recommendations for the establishment or amendment of all proposed Association governing documents. Except for those proposed governing documents originating from the Rules and Criteria Committee, all proposals for the amendment or establishment of the Association's governing documents must be submitted to and evaluated by this committee prior to approval by the appropriate body. Any proposed Association governing document originating from one or more members, except for those originating from this committee and the Rules and Criteria Committee, must be submitted to the Constitution and Bylaws Committee chair, in writing, at least 30 days prior to the meeting when it will be voted on.

Section 9.2.8.4 Ensure that all Association governing documents comply with the principles of parliamentary procedure and are not in conflict with any applicable superseding rules.

Section 9.2.8.5 Compile and organize all approved Association governing documents and make them available to the membership.

Section 9.2.9. Fund Raising Committee Composition and Duties

Section 9.2.9.1. The Fundraising 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 Fundraising 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 at least one 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 vote 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 to their respective Regional Vice President and the National Financial Secretary, 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 10.3.1. Annual Chapter Reporting Requirements. Chapters shall submit the following to the Association, and copy their respective Regional Vice Presidents, in order to maintain their charters:

- A. Submit Fundraising & Financial Activity Report to the FAMU NAA Treasurer on an annual basis by September 30;
- B. Submit an annual IRS Form 990, or like, to the Internal Revenue Service by the IRS required deadline, copying the FAMU NAA Treasurer on all submissions;
- C. Upon initial adoption, annually by September 30, and within 15 days of any adopted amendments, submit to the FAMU NAA Recording Secretary,

current chapter constitution and bylaws which must be pursuant to, and not inconsistent with, the Association's Constitution and Bylaws. Chapters may not adopt the Association's Constitution and Bylaws as their own. Chapter constitution and bylaws must pertain to the individual chapter's operations. The National Constitution and Bylaws Committee will review each chapter's current constitution and bylaws to ensure compliance with conformity and other necessary requirements;

- D. Within 15 days that new officers take office and annually by September 30, submit and update the chapter's officers to the FAMU NAA Recording Secretary, listing and indicating offices held and terms of office.

Section 10.3.2. Monthly Chapter Membership Reporting Requirements. Chapters shall provide monthly membership reports and dues payments to the FAMU NAA Financial Secretary within 15 calendar days after the end of each month. For accountability, if there are no new Chapter members for the month, Chapters are required to communicate to the Financial Secretary, within the same aforementioned time frame, that there are no new members to report for the month.

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 Membership Recruitment Chair 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 Membership Recruitment Committee shall, within 45 days, review the boundary proposal and submit its recommendations to the Executive Board. At the next board meeting, the Executive Board shall make the decision regarding the chapter's established boundaries and, within 15 days, provide its decision in writing to

the chapter. The Membership Recruitment Committee may request, or the chapter may provide, additional explanation(s) as deemed appropriate to make an informed decision.

Section 11.1.1.3. If requested geographical boundaries 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 Membership Recruitment Committee Chair for the Executive Board's 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. If any existing chapter does not submit proposed geographical boundaries, the Association's Membership Recruitment Committee may itself recommend proposed boundaries for chapter(s) for approval by the Association's Executive Board. The Executive Board will notify the chapter in writing, within 15 days, of its decision regarding the chapter's established boundaries.

Section 11.1.2. Chapter Good Standing. A Chapter is in good standing if:

- A. it has maintained a minimum of 10 active and financial members and reports the same to the Financial Secretary by April 15th of the calendar year;
- B. it has submitted a current Chapter Directory to the National Recording Secretary;
- C. has filed its IRS required 990 Form to the IRS and copied to the National Treasurer;
- D. has filed its current adopted Constitution and Bylaws with the National Recording Secretary;
- E. has sent member representation to the Annual National Meeting as outlined in Section 7.4 and 7.5; and
- F. has fulfilled all other Chapter financial and reporting obligations to the Association.

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 six regions. Each Chapter shall be established in one of the six regions, according to the state, country or territory 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

12.7 NATIONAL AND INTERNATIONAL

Any chapter whose membership is either National (across the entire United States) or International (any U.S. territory or country outside of the United States)

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: SUPREMACY CLAUSE AND COMPLIANCE

Section 15.1 Supremacy of the NAA Constitution. The Bylaws shall be subordinate to and in compliance with the FAMU NAA Constitution.

Section 15.2 Compliance. The Articles of Incorporation, Constitution, and the Bylaws of the NAA shall incorporate by reference and comply with all applicable Federal Statutes, Florida Statutes, and Florida A&M University Rules and Regulations including but not limited to:

FAMU NAA, Inc. Bylaws, Amended May 2021

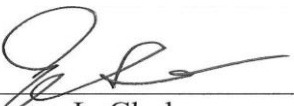
1. §1004.28(5), Florida Statutes (F.S.) (FL DSO Statute including Senate Bill 4 Amendments);
2. FAMU BOT Regulation 11.001;
3. DSO Policy 2018-01;
4. Chapter 286, F.S. (Florida Sunshine Meeting Laws);
5. Chapter 119, F.S. (Public Records and preservation of Donor Confidentiality);
6. § 1012.976, F.S. (personal services);
7. Federal EEOC Compliance;
8. § 106.011, F.S. (Prohibit the giving, directly or indirectly, of any gift to a political committee or committee of continuous existence);
9. Chapter 617 (Florida Not For Profit Corporation Filing and Maintenance of Status);
10. § 1013.171, F.S. (Construction of Physical Facilities shall be set forth in budget);
11. § 1013.78, F.S. (Construction consistent with SUS Strategic Plan if built on State Property);
12. § 11.45(8), F.S. (Florida Auditor General Regulation Compliance by DSOs);
13. Salary supplements, compensation, and benefits provided to the President, to University faculty, and to staff and to employees of DSO, with DSO assets shall be detailed in the budget;
14. Provide that state funds cannot be used for the organization's travel expenses; and,
15. Provide that organizations shall comply with University set thresholds for approval of purchases, acquisitions, projects, and issuance of debt by DSOs.

**SECTION 16
AMENDMENT OF BYLAWS**

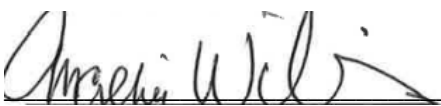
Amendment of these Bylaws shall require a majority vote at a National Meeting.

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	May 2014
May 2016	May 2017	May 2018
May 2019	July 2020	May 2021



Gregory L. Clark
President



Angelia Williams
Recording Secretary

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned authorities personally appeared

Gregory L. Clark

to me well known and known to be person who subscribed to the foregoing amended 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 he executed the same for the uses and purposes therein expressed, and that he after being first duly sworn by me upon oath according to law says that he is a natural person competent to contract, and it is the intent by them severally as subscriber and incorporators in the above and foregoing amended Bylaws as referenced in the Charter and Constitution to carry out the purposes and objects set forth therein in good faith on May 22, 2021.

Sworn to and subscribed before me this 22nd the day of May 2021.



Gregory L. Clark
President

STATE OF FLOIRDA
COUNTY OF ORANGE
Sworn to and subscribed
Before me on this 22nd day
of May 2021.



Notary Public
My Commission expires:

AFFIDAVIT

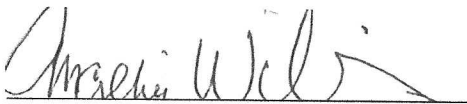
STATE OF FLORIDA

COUNTY OF ORANGE

Before me, the undersigned authorities personally appeared
Angelia Williams

to me well known; and known to be person who subscribed to the foregoing amended Bylaws of Florida Agricultural and Mechanical University Alumni Association, Inc., a corporation not for profit, organized under Chapter 617, Florida Statutes, and she acknowledged before me that she executed the same for the uses and purposes therein expressed, and that she after being first duly sworn by me upon oath according to law says she is a natural person competent to contact, and it is the intent by her as subscriber and incorporator in the above and foregoing amended Bylaws as referenced in the Charter and Constitution to carry out the purposes and objects set forth therein in good faith on May 22, 2021.

Sworn to and subscribed before me this 22nd day of May 2021.

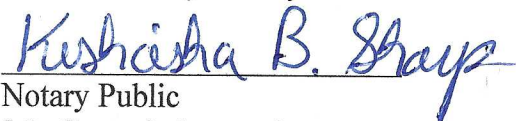


Angelia Williams
Recording Secretary

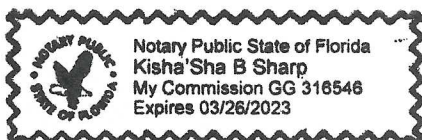
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Sworn to and subscribed Before me
on this 22nd day of May 2021



Notary Public
My Commission expires:



**(AMENDED - MAY 2016) CONSTITUTION OF THE
FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY NATIONAL
ALUMNI ASSOCIATION, INC.**

PREAMBLE

In an effort to foster a spirit of loyalty, fraternity and scholarship, to promote the continuous active interest in and support of Florida Agricultural and Mechanical University, to effect united action on behalf of and for the general welfare of Florida Agricultural and Mechanical University as an educational institution of higher learning: we, the graduates and former students of Florida Agricultural and Mechanical University, do hereby ordain and establish this Constitution of the Florida Agricultural and Mechanical University National Alumni Association, Inc.

ARTICLE I NAME AND SYMBOL

Section 1. This organization shall be known as the Florida Agricultural and Mechanical University National Alumni Association, Inc. (the Association).

Section 2. The symbol of the organization shall be the same as Florida Agricultural and Mechanical University's (Florida A&M University's) official seal with the "National Alumni Association, Inc." appropriately inscribed.

ARTICLE II PURPOSE

Section 1. The purposes of the Association are as follows: To enhance and insure the continued existence of Florida A&M University (the University) in any manner not inconsistent with this Constitution, and function exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 2. Notwithstanding any other provision of this Constitution, this organization shall not carry on any activities not permitted to be carried on by any organization exempt from Federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III SUPREMACY OF THE CONSTITUTION

Section 1. By the authority of this Constitution, all power to contract, operate, maintain, and otherwise carry out the lawful purpose of this Association rests with the membership of the Association.

Section 2. When the general membership is not in session, the authority to act, contract, operate, maintain, and otherwise carry out the lawful purposes of this Association is entrusted to the officers and Executive Board of this Association.

Section 3. All powers not specifically delegated to the Association in the Constitution and Bylaws rest with the membership.

ARTICLE V: SUPREMACY OF THE CONSTITUTION

Section 1. This Constitution shall be the supreme document of the Association. All rules adopted by the Association, its regions, chapters, or other entities must be pursuant to (shall not contradict) this Constitution.

Section 2. This Constitution shall incorporate and comply with all applicable Federal Statutes, Florida Statutes, and Florida A&M University Rules and Regulations.

ARTICLE V MEMBERS

Section 1. Alumni of the former Normal School, alumni of Florida A&M College, and Florida A&M University, and all persons who have completed one academic term and who left in good standing, shall be eligible for alumni membership in this Association.

ARTICLE VI OFFICERS

Section 1. Only active alumni members of this Association shall be eligible to hold national office.

Section 2. The officers of the Association shall be President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Treasurer, Financial Secretary, Corresponding Secretary, all Regional Vice Presidents, all Members-At-Large (one from each of the established regions), General Counsel, Parliamentarian, Sergeant-At-Arms, Publicity Director and Chaplain.

Section 3. The regular affairs of the Association shall be administered by an officer or officers agreed upon by the Executive Board.

ARTICLE VII EXECUTIVE BOARD

Section 1. The Executive Board shall control and manage the affairs of the Association, in accordance with the Constitution and Bylaws. They shall have the power to authorize all acts on behalf of the Association, except as limited by this Constitution and the Bylaws of the Association. The Executive Board may make rules for the conduct of its own meetings, and in the absence of any such rules, said meeting shall be conducted according to Robert's Rules of Order Newly Revised. Any such rules inconsistent with the Constitution and Bylaws shall not be valid.

ARTICLE VIII COMMITTEES

Section 1. The President, with majority approval of the Executive Board, or the Executive Board, may create and appoint committees to assist in the purposes and objectives of the Association. These committees shall perform such functions and make reports as the President or Executive Board shall determine and define.

ARTICLE IX MEETINGS

Section 1. The general body of the Association shall meet at least once a year at a time and place determined by the Association.

Section 2. The Executive Board shall meet at least four (4) times a year as provided in the Bylaws of the Association.

ARTICLE X ORDER OF BUSINESS

The order of business of the Association shall be, insofar as is practicable, as follows:

1. Call to Order
2. Devotion
3. Adoption of the Agenda
4. Reading of Minutes from previous meeting
5. Reports of Officers
6. Reports of Committees
7. Unfinished Business
8. New Business
9. Adjournment

The order of business may be changed by affirmative vote of the majority of the registered active and alumni members present and voting at the meeting.

ARTICLE XI PARLIAMENTARY AUTHORITY

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 the Association's Constitution, Bylaws, or other adopted rules of order.

ARTICLE XII CHARTERS OF AUTHORITY

Section 1. The National Association through the Executive Board may grant a charter of authority to chapters having ten (10) or more active members of the National Alumni Association.

Section 2. The National Association, through the Executive Board, may establish and grant a charter of authority to each chapter.

ARTICLE XIII ELECTIONS

The officers of the Association will be elected as prescribed in this Constitution and the Bylaws.

ARTICLE XIV BYLAWS

Section 1. Bylaws shall be adopted pursuant to this Constitution.

Section 2. Bylaws shall be adopted by a simple majority vote of the general membership at an annual meeting.

ARTICLE XV AMENDMENTS

Section 1. This Constitution may be amended at an Annual Meeting or at any called for the purpose, by a two-thirds (2/3) majority vote of the registered active and alumni members present and voting at such meeting provided that such amendments have been filed with the Recording Secretary in writing sixty (60) days prior to the meeting. The Recording Secretary shall provide notice to all chapters either in writing or by publication of intent to amend, not less than thirty (30) days notice shall include proposed amendments to the Constitution. In an emergency or situation which would adversely limit the effective 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 registered active and alumni members present and voting.

Section 2. The President shall appoint active members of the Association to review this Constitution at least once every two (2) years for possible revision and updating. Proposed amendments, if any, shall be submitted for a two-thirds (2/3) majority vote approval by the Association at the next subsequent Annual Meeting of the Association in compliance with this Constitution.

Section 3. Any amendments approved by the membership shall be effective immediately, unless language in the motion dictates otherwise. An official coded copy of such amendments shall be filed with the Florida Secretary of the State as an authenticated copy of such change as a part of the Articles of Incorporation. Only through a constitutional change may the Articles of Incorporation be changed, amended or modified and vice versa. A “coded” copy of the document is one that shows all words stricken as deletions and words underlined as additions.

Section 4. This Constitution and all amendments shall be attested by the signing of the appropriate officer present at the time of ratification and signed and witnessed by the President and Recording Secretary of the Association accompanied by a sworn notarized affidavit. If either the President or Recording Secretary were not present during the meeting, however, they may still attest to the

validity of the documents in good faith by sworn affidavit if provided verified proof of the accuracy of the documents by the official minutes of the meeting.

Section 5. An official “clean” (non-coded) final copy of the Constitution and all amendments signed by the President and Recording Secretary shall be made available to the FAMU Office of Alumni Affairs and other archives to be determined by the Executive Board. A “clean” copy of the document is one that does not show words stricken as deletions or words underlined as additions.

ARTICLE XVI DISSOLUTION

Section 1. Upon dissolution of the Association, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not so disposed of by the Court of Common Pleas of the county in which the principal office of the Association, Inc. is then located, exclusively for the purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

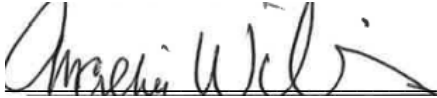
FAMU NAA, Inc. Constitution, Amended May 2021

The Constitution was adopted at the 1979 Spring Meeting and signed by NAA President, Rev. G. Miles on January 14, 1980. The Constitution was amended:

December 1994	December 1996	January 2008
April 1997	January 1998	May 2010
April 1998	April 2001	May 2013
April 2002	January 2003	May 2014
May 2016	May 2017	May 2018
May 2019	July 2020	May 2021



Gregory L. Clark
President



Angelia Williams
Recording Secretary

AFFIDAVIT

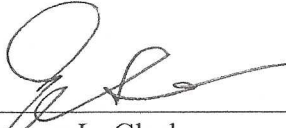
STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned authorities personally appeared

Gregory L. Clark

to me well known and known to be person who subscribed to the foregoing revised Constitution as an amendment to the Articles of Incorporation of Florida Agricultural and Mechanical University Alumni Association, Inc., a corporation not for profit, organized under Chapter 617, Florida Statutes, and he acknowledges before me that he executed the same for the uses and purposes therein expressed, and that he after being first duly sworn by me upon oath according to law says that he is a natural person competent to contract, and it is the intent by him severally as subscriber and incorporators in the above and foregoing revised Constitution as an amendment to the Articles of Incorporation of Florida Agricultural and Mechanical University Alumni Association, Inc. to carry out the purposes and objects set forth therein in good faith on May 22, 2021.

Sworn to and subscribed before me this 22nd day of May 2021.

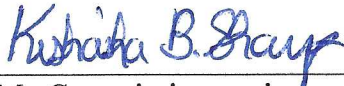


Gregory L. Clark
President

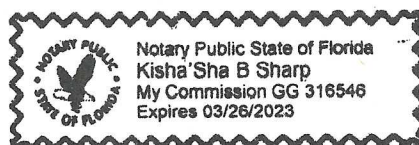
STATE OF FLOIRDA
COUNTY OF ORANGE

Sworn to and subscribed Before
me on this 22nd day
of May 2021.

Notary Public



My Commission expires:



AFFIDAVIT

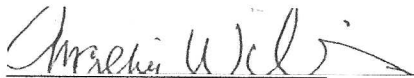
STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned authorities personally appeared

Angelia Williams

to me well known and known to be person who subscribed to the foregoing revised Constitution as an amendment to the Articles of Incorporation of Florida Agricultural and Mechanical University Alumni Association, Inc., a corporation not for profit, organized under Chapter 617, Florida Statutes, and she acknowledges before me that she executed the same for the uses and purposes therein expressed, and that she after being first duly sworn by me upon oath according to law says that she is a natural person competent to contract, and it is the intent by her severally as subscriber and incorporators in the above and foregoing revised Constitution as an amendment to the Articles of Incorporation of Florida Agricultural and Mechanical University Alumni Association, Inc. to carry out the purposes and objects set forth therein in good faith on May 22, 2021.

Sworn to and subscribed before me this 22nd day of May 2021.

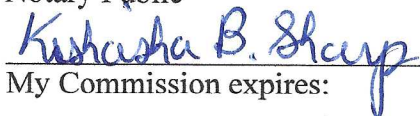


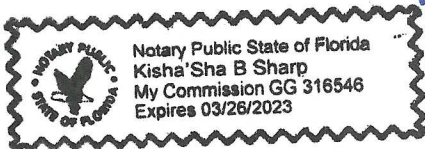
Angelia Williams
Recording Secretary

STATE OF FLOIRDA
COUNTY OF ORANGE

Sworn to and subscribed Before
me on this 22nd day
of May 2021.

Notary Public


My Commission expires:



Direct Support Organizations (DSO) Committee

June 2, 2021

Agenda Item: VI. A.

Subject: **Acceptance of DSO Budgets: FY 2021-2022**
A. FAMU Foundation, Inc.

Proposed Board Action: Dr. Shawnta Friday-Stroud, Vice President of University Advancement and Executive Director of the FAMU Foundation, will present the DSO Budget for the FAMU Foundation, Inc.

The DSO Budget is submitted for acceptance in accordance with FAMU Board of Trustees Policy Number 2018-01.

The DSO shall submit an annual operating budget, which has been approved by the DSO's governing board and by the President and submitted to the Board for approval. The budget shall be submitted no later than sixty (60) days after the first day of the fiscal year for which the budget pertains.

The FY 2021-2022 FAMU Foundation Operating Budget was approved at the FAMU Foundation Spring 2021 General Board Meeting on Thursday, May 20, 2021.

Attachment: FAMU Foundation Operating Budget

FAMU FOUNDATION, INC
PROPOSED FISCAL YEAR 2021-2022 OPERATING BUDGET

	BUDGET*
REVENUE AND SUPPORT	
Operating Revenue	\$2,883,424
<i>Endowment Administrative Fees and Operating Fees</i>	\$2,542,424
<i>Incoming Gifts Fees [7%, 5% or 3%]</i>	\$275,000
<i>Administrative Fees on Miscellaneous Revenue (7%)</i>	\$60,000
<i>Administrative Fees on Disbursements [\$2.50]</i>	\$6,000
License Tags Revenue	\$450,000
Rents and Fees 625 East Tennessee Street	\$70,000
Contingency Revenue	\$100,000
TOTAL REVENUE AND SUPPORT	\$3,503,424

EXPENDITURES

Foundation Operations	
Staff Salaries and Benefits	\$750,000
Contractual Services	\$25,000
General Counsel and Legal Services	\$60,000
Auditing and Accounting Services	\$55,000
Foundation Board Support	\$65,000
Travel, Registration, Training and Seminars	\$25,000
Memberships and Subscriptions	\$5,000
Insurance	\$40,000
Janitorial Services	\$30,000
Office Security Monitoring	\$12,000
Office Utilities	\$50,000
Pest Control	\$4,000
Grounds Maintenance	\$14,000
Software Maintenance	\$100,000
Telephone	\$2,500
Office Equipment/Furniture	\$23,319
Materials, Printing & Postage	\$20,000
625 E TN Street Renovations	\$70,000
Bank Fees	\$10,000
Donor Outreach Support and Other	\$55,000
Operating Contingency	\$9,157
Transportation Maintenance	\$2,500
Total Foundation Operations	\$1,427,476

Office of University Advancement	
Advancement Operations/Development Support	\$126,000
Fundraising Activities [75% License Tags Revenue]	\$337,500
Total Office of University Advancement	\$463,500

University Support	
University President Compensation	\$388,562
University President Bonus/Salary Adjustment	\$70,000
Office of the President	\$80,000
University Auxiliary Support	\$298,485
Board of Trustees Assessment	\$36,000
Board of Governors Assessment	\$14,000
Legislative Advocacy (Formerly Lobbying Expenses)	\$72,500
License Tags Scholarships [25% License Tags Revenue]	\$112,500
Athletics Salary Support	\$104,000
University Executive & Faculty Support	\$336,401
Board of Trustees Support	\$100,000
Total University Support	\$1,612,448

TOTAL EXPENDITURES	\$3,503,424
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REVENUE LESS EXPENDITURES	\$0
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*Approved by FAMU Board of Directors on May 20, 2021.

Direct Support Organizations (DSO) Committee

June 2, 2021

Agenda Item: VI. B.

Subject: **Acceptance of DSO Budgets: FY 2021-2022**
B. FAMU National Alumni Association (NAA)

Proposed Board Action: Dr. Shawnta Friday-Stroud, Vice President of University Advancement and Executive Director of the FAMU Foundation, will present the DSO Budget for the FAMU NAA.

The DSO Budget is submitted for acceptance in accordance with FAMU Board of Trustees Policy Number 2018-01.

The DSO shall submit an annual operating budget, which has been approved by the DSO's governing board and by the President and submitted to the Board for approval. The budget shall be submitted no later than sixty (60) days after the first day of the fiscal year for which the budget pertains.

The FY 2021-2022 FAMU NAA Operating Budget was approved at its Virtual General Body Meeting of the FAMU NAA on Saturday, May 15, 2021.

Attachment: FAMU NAA Operating Budget

Budget Revenue 2021

**Executive Board Approved
04/21/2021**

1	A	B	C	M	N	O	P	Q	R
2					Unaudited				
3				2020-2021	2020-2021	2020-2021	2021-2022		
4		REVENUE CATEGORIES	FUND	BUDGET	Actual	Variance	BUDGET	NOTES	
5				5/14/2020	1/1/2021	1/1/2021	5/14/2021		
6	1000-Operating Income								
7	1010	Regular & Associates Memberships	211	100,000	86,698	(13,302)	105,000	2100 members @ \$50 per active member. Note that the Committee recommends taking all interest earned from the Life Membership Endowment Account each year to place into operations. This is a departure from the previous agreement reached at the Las Vegas Annual Meeting was to take the Lesser of two values : Either (5.5% Variable Interest Rate - 1% Administrative Charge) * (Average Balance of Life Membership Endowment for the previous fiscal year) OR Life Members x \$35 as per Las Vegas Membership Meeting Agreement.	2100
8	1020	Life Endowment Earnings	198	75,000	80,112	5,112	87,000		
9	1145	Fundraising & Miscellaneous Activities	211	-	700	700	-		
10	1145.1	Church Day Revenue	1335	-	-	-	-		
11	1145.2	FAMU Day at the Capitol Registrations (100@\$10)	211	6,000	-	(6,000)	8,300	300 participant registrations @\$10 each	300
12	1145.3	Insurance Quote Revenue	211	-	-	-	-	Geico	
13	1145.4	5th Quarter Classic	211	-	-	-	50,000	Soiree will cost 29500	29,500
14	1145.5	FAMU NAA Cruise	211	-	-	-	-		
15		Total Operating Income		181,000	167,510	(13,490)	250,300		
16	1100-Restricted Income - Other Revenue								
17	1120	New Life Members	197	78,985	168,480	89,495	112,500	150 members @ \$750	150
18	1120.1	Salaries Transfer-In	198	13,051	-	(13,051)	6,000	211 Operating Account Carry-Forward	
19	1140	Contributions (Chapters, Alumni, and Individual)	211	-	54	54	54		
20	1141	Contributions - Chapters Liability Insurance	211	22,692	650	(22,042)	-	Each chapter that has a public event shall insure that event and name the NAA and the event location as an "additional insured"	
21	1150	Contributions (NAA Million Dollar Campaign Endowment)	1404	100	50	(50)	1,500	Executive Board Challenge: 30 members @ \$50 per member (5.5% Variable Interest Rate - 2% Administrative Charge) * (Average Balance of Million Dollar Endowment for the previous fiscal year).	30
22	1160	Endowed Scholarship Fund Earnings (Million Dollars Campaign Earnings)	1405	10,000	10,082	82	10,100	Individuals and Chapters to write checks directly to the FAMU NAA for this purpose at the FAMU NAA Fundraising Breakfast event in order to reach this goal.	
23	1161	NAA Retention Scholarship	1894	50,000	60,947	10,947	61,000	Restricted for Band Program - Rose Bown & Beyond	
24	BAND	Marching 100 to the Rose Bowl & Beyond (NAA)	210	-	316	316	-	Restricted for Football Program	
25	FAMUFIRST	FAMU First (NAA)	2033	50,000	5,185	(44,815)	60,000	Restricted for University Programs	
26	1900	NAA Contributions to University - Clearing	2041	25,000	24,426	(574)	50,000		
27	1200	History Book	211	-	-	-	500		
28	1360	Contributions (Corporate)	211	35,000	20,000	(15,000)	20,000	GEICO & Other	
29		Total Restricted Income - Other Revenue		284,828	290,190	5,362	321,654		
30									
31	1200-Restricted Income - Scholarships								
32	1210	Restricted Scholarships	204	100,000	72,976	(27,024)	75,000	Chapters & Ind. (3 Yr Running Average)	
33	1220	Unrestricted Scholarships	206	7,900	6,310	(1,590)	7,000	Alumni and Individuals	
34	1220.1	Alumni - Unrestricted Scholarship	206	22,882	-	(22,882)	31,734	Carryforward of Ending 206 Balance	
35	1225	2196 - FAMU NAA Founders Day SOS	198	22,853	-	(22,853)	-		
36	1230	Founder's Day Scholarships	2196	50,000	93,090	43,090	100,000	Fundraising Committee Campaign	
37	1240	Endowment - Earnings Transfer In	198	25,000	-	(25,000)	113,267	Matching Money from 198	
38	1405	1405 - NAA Million Dollar Campaign Endowment Earnings					20,134	Restricted Scholarship Monies currently Available	
39		Total Restricted Income - Scholarships		228,635	172,377	(56,258)	347,134		
40									
41	Restricted Income -Distinguished Alumni Awards Gala		202	40,000	-	(40,000)	40,000	400 participants @ \$100.00 each	400
42									
43	1300-Restricted Income - Annual General Meeting/May		213	90,000	650	(89,350)	100,000		
44	1301	Leadership Summit					37,500	150 people @ \$250 per registrant	150
45	Total Projected Revenue/Other Source			824,463	630,727	(193,736)	1,096,588		


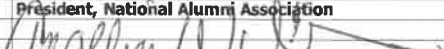
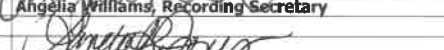

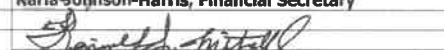
Executive Board Approved
04/21/2021

Budget Expenditures 2021

	A	B	C	M	N	O	P	Q
1					Unaudited			
2					2020-2021	2020-2021	2021-2022	
3		EXPENDITURES CATEGORIES	FUND	BUDGET	Actual	Variance	BUDGET	NOTES
4				5/14/2020	1/1/2021	1/1/2021	5/14/2021	
5	Line Item	2000- Operating Expense - Alumni Operations						
6	2004	NAA Printing	211	250.00	-	250.00	250.00	Annual Meeting & FAMU Day at the Capitol
7	2009	Media and Technology Committee	211	10,000.00	1,854.14	8,145.86	14,995.00	Online Database and all internet service charges (e.g. GoDaddy, Constant Contact, domains)
8	2010	Annual NAA Audit/990 Report	211	13,700.00	8,300.00	5,400.00	15,000.00	
9	2013	Membership Packets (Pins, etc.)	211	12,000.00	23,734.08	(11,734.08)	24,000.00	Regular & Life Membership
10	2021	Travel - Executive Board Annual Meeting	211	9,800.00	-	9,800.00	3,500.00	National Officers (8 Elected officers+6 Appointed officers)*700
11	2022	Travel - Alumni Affairs/University Office / NAA Annual Meeting	211	2,000.00	-	2,000.00	2,000.00	Two representatives from OAA (travel and hotel expense)
12	2023	Travel - President Special Meeting & Events	211	20,000.00	10,794.26	9,205.74	20,000.00	For president, or his/her designated rep. per EB approval
13	2024	NAA Teleconferences/Phone	211	-	50.00	(50.00)	-	
14	2025	NAA Homecoming	211	4,200.00	-	4,200.00	4,300.00	
15	2025.1	Regional and Chapter Support - Alumni Village	211	-	-	-	-	GEICO Sponsored Hospitality
16	2025.2	Regional and Chapter Support	211	9,000.00	1,500.00	7,500.00	9,000.00	GEICO Sponsored Hospitality (Equal Amount of \$1,500 per each of the 6 Regions)
17	2025.3	Hospitality - Alumni, Supporters and Friends - Florida Classic	211	-	-	-	10,000.00	GEICO Sponsored Hospitality
18	2025.4	Hospitality - Alumni, Supporters and Friends	211	350.00	-	350.00	5,350.00	GEICO Sponsored Hospitality Rattler Roundup
19	2026	Governmental Relations Committee - BOG & BOT Meeting Travel	211	9,000.00	-	9,000.00	11,820.00	GAC Budget
20	2028	Check Charges / Bank Fee / Merchant Fee	211	9,000.00	6,132.13	2,867.87	10,000.00	
21	2028.1	Administrative Charges	211	3,500.00	3,360.63	139.37	3,500.00	Charges to endowed accounts
22	2029	NAA Document Update	211	-	-	-	-	
23	2030	New Student Preview (Fall & Spring)	211	-	-	-	-	Spring Preview Door Prizes
24	2031	State Licenses	211	61.25	-	61.25	61.25	Secretary of State Division of Corporations Annual Report
25	2032	NAA President's Expense Account	211	5,000.00	-	-	5,000.00	
26	2039	NAA Membership Committee Expenses	211	3,000.00	4,369.35	630.65	-	
27	2039.1	Scholarship Committee	211	4,000.00	4,000.00	(1,000.00)	4,000.00	
28	2040	NAA Publicity Expenses/Gala, Reception, Meetings, etc.	211	7,000.00	-	7,000.00	29,500.00	Orange Blossom Classic Soiree Expenses
29	2040.1	Governmental Relations Committee - FAMU Day @ Capitol	211	6,000.00	-	7,000.00	8,000.00	Governmental Relations Committee (GRC) Budget
30	2042	Fundraising Committee	211	8,000.00	626.00	5,374.00	5,760.00	
31	2042.1	Church Day	1335	-	-	-	-	
32	2044	NAA Contingencies (Contract Services, etc.)	211	-	8,555.00	(555.00)	500.00	
33	2049	NAA Postage	211	500.00	(106.00)	106.00	106.00	
34	2049.1	Supplies	211	-	2,047.94	(2,047.94)	2,100.00	
35	2050	NAA Liability Insurance -Liability & Financial Officer's Bonding	211	22,692.00	-	22,692.00	-	
36	2060	Archival Committee					5,385.56	
37	5000	Election - 2018 Election	211	-	-	500.00	16,500.00	Survey Ballots
38	3050	Student NAA Chapter	211	-	-	-	3,000.00	
39	3050.1	Student Recruitment	211	15,000.00	-	-	9,000.00	
40	7000	History Book	211	-	40.00	14,960.00	5,000.00	
41	6000	NAA Fiscal Operations Staff	211	43,525.00	-	43,525.00	6,000.00	
42		Interest Expense	211	-	8.39	(8.39)	8.39	
43		Miscellaneous	211	-	2,662.66	(2,662.66)	2,662.66	
44		Transportation Costs	211	-	-	-	-	
45	6004	Orange Blossom Support Activities	211	-	-	-	15,000.00	
46	6005	Florida Classic Support Activities	211	-	-	-	10,489.40	
47	800	Executive Board Retreat	211	-	-	-	-	
48		Advertising	211	-	200.00	(200.00)	200.00	
49		Black Voters Matter Grant	211	-	17,927.78	(17,927.78)	-	
50		Total Operating Expenses		217,578.25	96,056.36	124,521.89	261,988.26	
51								
52		Contributions to University						
53	3010	NAA Scholarships	211	100,000	110,000	(10,000)	150,000	NAA Scholarships monies to come from operating & scholarship accounts. Net profit from DAA
54	3010	NAA Chapter Scholarships	204	100,000	133,672	(33,672)	75,000	
55	3010	Founder's Day	2196	75,000	57,058	17,942	150,000	Chapter Scholarships of \$100,000 matched by Transfer In of \$50K
56	3020	NAA Scholarships	206	7,900	-	7,900	7,000	NAA Scholarship Committee Awards to First Time In College FAMU Students. 0206 Unrestricted Disbursements.

Budget Expenditures 2021

**Executive Board Approved
04/21/2021**

	A	B	C	M	N	O	P	Q
					Unaudited			
				2020-2021	2020-2021	2020-2021	2021-2022	
		EXPENDITURES CATEGORIES	FUND	BUDGET	Actual	Variance	BUDGET	NOTES
				5/14/2020	1/1/2021	1/1/2021	5/14/2021	
57	3030	Law School Bar Preparation Scholarship					3,550	Commercial Bar Company Bar Review Course
58	3040	Endowed Scholarship	1405	-	-	-	-	Student Retention Scholarships
59	3050	NAA Scholarship - Retention	1894	50,000	60,724	(10,724)	57,450	Student Retention Scholarships
60	3030	Contributions to the University	206	-	-	-	-	
61	3030	Contributions to the University	211	-	500	(500)	-	
62	3030	Contributions to University	1404	-	-	-	1,500	
63	BAND	Marching 100 to the Rose Bowl & Beyond (NAA)	210	-	-	-	-	
64	FAMUFIRST	FAMU First (NAA)	2033	50,000	29,500	20,500	60,000	
65	CLEARING	NAA Contributions to University - Clearing	2041	25,000	-	25,000	50,000	
66		Total Contributions to University		407,900.00	391,453.86	16,446.14	554,500.00	
67								
68	Convention	Annual General Meeting/May - Restricted	213	90,000.00	-	90,000.00	100,000.00	
69		Leadership Summit			0	0	37,500.00	
70	DAA	Distinguished Alumni Awards Gala (DAAG) - Restricted	202	20,000.00	-	20,000.00	20,000.00	
71					-	-		
72		Total Expenses		735,478	0	0		
73					0	0		
74		Total Restricted Contributions to NAA Endowment/Restricted Accounts			0	0		
75		National Alumni Life Membership	197	78,985	-	78,985	112,500	We account for the same revenue amount on the Revenue side because we have to restrict these monies and deposit them in the Alumni Endowed account and not expend any principal dollars.
76		Million Dollars Campaign Earnings	1405	10,000	-	10,000	10,100	We account for the same revenue amount on the Revenue side because we have to restrict these monies and deposit them in the Alumni Endowed account and not expend any principal dollars.
77		Total Restricted Contributions to NAA Endowment/Restricted Accounts		88,985.00	-	88,985.00	122,600.00	
78					0	0		
79		Total Projected Expenditures/Contributions		824,463.25	487,510.22	339,953.03	1,096,588.26	
80								
81								
82		Total Projected Revenue/Other Source		824,463.25			1,096,588.26	
83		Total Projected Expenditures/Contributions		(824,463.25)			(1,096,588.26)	
84		Revenue/Other Source Less Expenditures/Contributions						0.00%
85								
86								
87								
88		Gregory L. Clark						
89		President, National Alumni Association						
90								
91								
92		Angelia Williams, Recording Secretary						
93								
94								
95		Lanette Jones, Treasurer						
96								
97								
98		Karla Johnson-Harris, Financial Secretary						
99								
100								
101		Reginald J. Mitchell, Sr., Budget Committee Chair						

Direct Support Organizations (DSO) Committee

June 2, 2021

Agenda Item: VI. C.

Subject: Acceptance of DSO Budgets: FY 2021-2022

C. FAMU Rattler Boosters

Proposed Board Action: Dr. Shawnta Friday-Stroud, Vice President of University Advancement and Executive Director of the FAMU Foundation, will present the DSO Budget for the FAMU Rattler Boosters.

The DSO Budget is submitted for acceptance in accordance with FAMU Board of Trustees Policy Number 2018-01.

The DSO shall submit an annual operating budget, which has been approved by the DSO's governing board and by the President and submitted to the Board for approval. The budget shall be submitted no later than sixty (60) days after the first day of the fiscal year for which the budget pertains.

The FY 2021-2022 FAMU Rattler Boosters Operating Budget was approved by its leadership.

Attachment: FAMU Rattler Boosters Operating Budget

**FLORIDA A&M UNIVERSITY
RATTLER BOOSTERS, Inc.
PROPOSED BUDGET FOR FISCAL 2021-2022**

Object	Category Description	FY 2021-2022 Budget		
	Revenue:			
410050	Gifts - Alumni	\$ 43,658.00		
410055	Alumni / Chapters	\$ 4,456.00		
410100	Individual / Friends	\$ 16,632.00		
410110	Corporations	\$ 11,903.00		
410115	Foundations	\$ 10,300.00		
410120	Organizations	\$ 367.00		
424000	Membership Dues	\$ 17,885.00		
425000	Dues Pledges	\$ 37,015.00		
427000	Miscellaneous Income	\$ 40,727.00		
XXXXXX	Concession Stand Operation	\$ 38,000.00		
	Total Revenue	\$ 220,943.00		
	Operating Expenses:			
500130	Football Coaches Salary Supplement	\$ 20,000.00		
500150	Contract Services	\$ 13,257.00		
500160	Legal and Accounting	\$ 5,665.00		
500170	Auditing Svcs (Audit & 990 Costs)	\$ 5,500.00		
500220	Travel and Meetings (Zoom & Conference Calls)	\$ 1,029.00		
500230	(Office) Materials and Supplies	\$ 7,930.00		
500260	Entertainment and Dinners	\$ 19,599.00		
500280	Postage	\$ 753.00		
500310	Insurance (Includes Bonding + D & O Ins)	\$ 2,143.00		
500340	Printing	\$ 331.00		
500370	Rent Expense	\$ 161.00		
500400	Computer Equipment/Software	\$ 404.00		
500410	Education Training / Seminar	\$ 102.00		
500440	Bank Service Charge	\$ 2,677.00		
712000	Transfer to Restricted Fund	\$ 4,120.00		
	Transfer to Life Membership Endowment	\$ 35,203.00		
	Trf to Ath Dept. -Virtual Fundraiser / Luncheon	\$ 19,034.00		
	Trf to Ath Dept. for Stadium/Facilities Enhance'mt	\$ 34,035.00		
XXXXXX	Concession Stand Operation	\$ 38,000.00		
	Start-Up / Contingency Fund	\$ 11,000.00		
	Total Expenses	\$ 220,943.00		
	TOTAL	\$ -		

Board of Trustees
INFORMATIONAL ITEM

Direct Support Organizations (DSO) Committee

Wednesday, June 2, 2021

Agenda Item: VII.

Subject: Update on Divisional Activities

Background Information and Summary:

Dr. Friday-Stroud will provide an update on Divisional activities.

A. FY 2020-21 University Advancement Updates

- **FY 2020-2021 Fundraising as of May 12, 2021**
 - **Progress as of May 12, 2021:**
Raised \$11,990,673.03 (155% of \$7.7Million)
 - New Cash Goal - \$4.2M
Current - \$9,734,854.43 (231%)
 - Planned Gifts Goal -\$2.5M
Current - \$154,000 (6%)
 - Pledges Goal - \$1M
Current - \$2,101,818.00 (210%)
 - Pledge Collections
Current - \$1,394,636.32
- The 2nd Annual 1887 Strikes Day of Giving was held on March 25-26, 2021. The University raised \$459, 549.19 from 2800 donors and 1,120 new donors. Planning is underway for 2022.
- Alumni Giving Rate: Currently 5.86%, which is 65% of our 9% of goal.
- Raised \$7,685,358.68 from corporations/foundations.

B. DSO Updates

1. FAMU Foundation, Inc.

- The Spring 2021 Virtual Board of Directors Meeting was held on May 19-20.
- The Board mourns the loss of one of its former long-standing Board members, The Honorable Justice Joseph Hatchett.
- The Investment Portfolio balance as of March 31, is \$147,311,421.
- The Endowment balance as of March 31, is \$110,683,710.

2. FAMU National Alumni Association (NAA)

- The FAMU NAA hosted its virtual legislative day of advocacy on April 1. President Larry Robinson, Chair Kelvin Lawson and University leadership, joined Rattler Alums Senator Bobby Powell, Democratic Whip Representative Ramon Alexander and other

Board of Trustees
INFORMATIONAL ITEM

members of the Rattler legislative caucus in participating in FAMU Day at the Capitol.

- There were also appearances by Florida's Lieutenant Governor Jeanette Nunez, Senate President Wilton Simpson, and House Speaker Christopher Sprowls. Several of our longtime legislative advocates and University leaders were honored for their long-standing commitment supporting mission critical projects that are successfully moving FAMU forward.
- The FAMU NAA also hosted its general body meeting and symposium on Saturday, May 15. President Robinson and Chair Lawson joined University leadership in providing informative presentations on the state of the University, the scheduled return of students to in-person classes in the fall, innovative strategies for student recruitment, and the forecast for more in-person athletic activities as we continue navigating amid a COVID-19 climate.

3. FAMU Rattler Boosters

- The FAMU Rattler Boosters Virtual Kickoff Fundraiser was held on May 22, 2 p.m. – 4 p.m. (EST), via Facebook Live, Instagram, Zoom, and Twitter.
- The FAMU Rattler Boosters have raised over fifty percent in donations and pledges for the Galimore-Powell Fieldhouse roof replacement project.
- To promote understanding between the leadership and staff of each respective entity, the FAMU Rattler Boosters finalized a Memorandum of Agreement with the FAMU Athletic Department.
- The FAMU Rattler Boosters reached a 175 life-membership threshold.