

**Florida Agricultural and Mechanical University
Board of Trustees**



Direct Support Organizations Committee Meeting

Date: Wednesday, December 3, 2014

Time: 1:00PM

Location: Band Rehearsal Hall

Committee Members: Belinda Shannon, Chair
Kelvin Lawson, Rufus Montgomery, Kimberly Moore, Marjorie Turnbull

AGENDA

- | | | |
|-----|---------------|-----------------------|
| I. | Call to Order | Chair Belinda Shannon |
| II. | Roll Call | Chair Shannon |

ACTION ITEMS

- | | | |
|------|--|-------------------|
| III. | Approval of September 10, 2014, Committee Minutes | Chair Shannon |
| IV. | Approval of Amendments to the FAMU Foundation Bylaws | Dr. Thomas Haynes |
| V. | Approval of Resolution No. 2014-1: Foundation Bylaws Amendment | Dr. Haynes |
| VI. | Approval of Memorandum of Understanding between Florida A&M University & the FAMU Foundation, Inc. | Dr. Haynes |

INFORMATION ITEMS

- | | | |
|-------|---------------------------------------|---------------|
| VII. | Update on Divisional Activities | Dr. Haynes |
| | A. University Advancement & BOT Goals | |
| | B. FAMU Foundation, Inc. | |
| | 1. Foundation Operations | |
| | 2. Investments | |
| | C. Alumni Affairs | |
| | D. Rattler Boosters, Inc. | |
| VIII. | New Business | Chair Shannon |
| IX. | Adjournment | |

**Florida Agricultural and Mechanical University
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Direct Support Organizations Committee Minutes

Trustee Kelvin Lawson, Vice-Chair

The meeting was called to order at 1:02p.m. by Committee Vice-Chair Kelvin Lawson. Ms. Angie Wiggins called the roll, and the following committee members were present: Committee Chair Belinda R. Shannon (*telephonically*), Trustee Rufus Montgomery, and Trustee Marjorie Turnbull. A quorum was established.

Review and Approval of the March 5, 2014, Committee Minutes

The Committee reviewed the minutes from the March 5, 2014, Direct Support Organization (DSO) Committee Meeting. Trustee Turnbull moved approval of the minutes, and the motion was seconded by Trustee Montgomery. The motion carried.

Review and Approval of Changes to Spending Policy

The Vice President for University Advancement, Dr. Thomas Haynes, presented to the DSO Committee changes to the FAMU Foundation Spending Policy. The Foundation proposes to adopt a three-year rolling quarterly average market value approach to calculating annual endowment distributions; to reduce the Foundation's administrative fee from 2.00% to 1.75%; and, to increase the annual distribution (spending) rate from 3.50% to 4.00%.

Vice-Chair Lawson offered a motion to accept the recommended changes to the FAMU Foundation Spending Policy, and to recommend it to the Board for approval. The motion was moved by Chair Shannon, and seconded by Trustee Montgomery. The Committee motioned to accept the recommended changes as presented and unanimously voted to recommend it to the Board for approval.

Use of the Tookes Center for the President's Inaugural Gala

Vice President Haynes presented a request to allow alcoholic beverages to be served at the Tookes Center for the President's Inaugural Gala on October 3, 2014. Pursuant to FAMU Board of Trustees Regulation 3.021, no alcoholic beverages may be possessed, served, sold, consumed or distributed at the University except in FAMU Designated Areas. The Tookes Center is not currently a FAMU-Designated Area for the serving of alcohol.

Vice-Chair Lawson offered a motion to accept the request to serve alcoholic beverages at the Tookes Center for the President's Inaugural Gala, and to recommend it to the Board for approval. The motion was moved by Trustee Turnbull, and seconded by Chair Shannon. The Committee motioned to accept the recommended changes as presented and unanimously voted to recommend it to the Board for approval.

Approval of DSO Budgets

FAMU Foundation Budget

Vice President Haynes presented highlights of the Foundation's Budget. This budget is designed to support the University's performance of Metric #1 by providing scholarship funding to increase recruitment, retention and graduation.

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Material Changes from FY2013-14 are projected real estate income, salary increase (filling two positions: accounting coordinator, and senior accountant for scholarship accounting and donor reporting), and University support. The net change is a result of anticipated rent.

FY2014-15 – provide maximum scholarship support; provide President with resources to use for expenses in place of E&G funds, and provide fundraising dollars in support of the strategic plan. The Committee motioned to accept the budget as presented and unanimously voted to recommend it to the Board for approval.

Vice-Chair Lawson offered a motion to accept the Foundation Budget as presented, and to recommend it to the Board for approval. The motion was moved by Trustee Turnbull, and seconded by Chair Shannon. The motion passed.

National Alumni Association (NAA) Budget

Vice President Haynes presented highlights of the NAA's Budget. This budget is in support of University Metric #1: Recruitment, Retention, and Graduation. This is mainly in terms of student recruitment, alumni chapter development and stewardship; fundraising, and government relations.

A major change on the revenue side is \$55,000 due to an increase in Life Memberships. Life members increased from 50 to 100, and regular membership increased from 1330 to 1500.

Vice-Chair Lawson offered a motion to accept the NAA's Budget as presented, and to recommend it to the Board for approval. The motion was moved by Chair Shannon, and seconded by Trustee Montgomery. The Committee unanimously voted to accept the budget as presented and to recommend it to the Board for approval.

Rattler Boosters Budget

Vice President Haynes reported as of August 31, 2014 Mr. Mickey Clayton has officially retired as a University employee. Vice President Haynes further stated he had been made aware the Rattler Boosters Board of Directors intends to continue Mr. Clayton's services as a contract employee. The President is currently reviewing the Executive Director's position as a part of the restructuring strategy.

Vice President Haynes presented two material changes:

1. The first is in projected revenue – The projected revenue this year is \$409,000 versus \$589,000 in the 2013-14 actual budget. The Boosters is showing a net difference in the 2014-15 year budget of \$79,500. This net change is the result of projected revenue lost from sponsorship revenue that would have come from hosting the Rattler radio and TV shows. These two shows are now being produced by the Athletic Department.
2. The second material change is in the salaries and taxes expense section of the budget. The actual salaries/taxes last year was \$53,972. It is projected the new expenses will be \$121,500. The increase in this item reflects covering the cost of contractual services for Mr. Clayton. Trustee Shannon asked Dr. Haynes to share more why the contracted services amount has more than doubled the regular salaries amount. Dr. Haynes advised that since Mr. Clayton is no longer a university employee, that amount

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includes the salary that will cover Mr. Clayton's salary as a contract worker plus the current Booster personnel.

Trustee Turnbull asked if Mr. Clayton was on "drop", has retired, and is now being rehired in this capacity. Dr. Haynes provided clarification that he is not rehiring Mr. Clayton; the Boosters Board of Directors is hiring him as a contract worker. Trustee Turnbull further inquired if Mr. Clayton is assuming the same responsibilities he had when he was an employee. Dr. Haynes advised that the President has the right to determine who the executive director is. There is currently an executive director line vacated that the President will decide who occupies the executive director's line. Trustee Turnbull asked Dr. Haynes if Mr. Clayton will continue once the executive director's hired, or will he be interim? Dr. Haynes stated that until the President decides how that organization will be restructured, it is his intent to continue running the organization as is. He will allow Mr. Clayton as a contract worker to continue to operate in the executive director's role until the President has hired an executive director or restructured the athletic program. Dr. Haynes stated to make changes at this time would be very disruptive.

Vice-Chair Lawson offered a motion to accept the NAA's Budget as presented, and to recommend it to the Board for approval. The motion was moved by Trustee Montgomery, and seconded by Chair Shannon. The Committee voted unanimously to accept the budget as presented and to recommend it to the Board for approval.

Review and Approval of Recommended Changes to Naming Policy

During the March 2014 Board of Trustees DSO Meeting, the Committee was presented recommendations for changes to the Naming Opportunities Policy. The rationale for the recommendation was to update the policy to do the following:

- provide more flexibility in negotiating the naming of facilities, programs and spaces;
- to take advantage of new and potential opportunities for which the old policy did not provide; and
- provide additional clarity around naming conditions and the removal of names.

Upon the recommendation of the DSO Committee at the March 5th meeting, the Board of Trustees approved the policy up to Item VI: Duration and Modification of Namings. The Board requested that staff present Section VI to the FAMU Foundation Board for advisement and an opportunity for input.

The document, which included comments and revisions to Section VI provided by the FAMU General Counsel's Office, was approved by the FAMU Foundation Board during its Spring General Session on April 25, 2014.

The FAMU Foundation Board voted unanimously to accept the revised version of the Board of Trustees' Policy Number: 2008-05 - NAMING OPPORTUNITIES Section VI, and recommended that the section be approved by the Board of Trustees.

Vice-Chair Lawson offered a motion to accept the recommended changes to the Naming Policy as presented, and to recommend it to the Board for approval. The motion was moved by Trustee Turnbull, and seconded by Trustee Montgomery. The Committee voted unanimously accept the recommended changes as presented and to recommend it to the Board for approval.

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Update on Divisional Activities

Dr. Haynes presented updates on University Advancement & BOT Goals:

- Introduced and recognized the innovative efforts of Mrs. Cecka Green, a FAMU alumna who stepped to the plate on social media and initiated the 10for\$10 Challenge to fellow alumni and supporters of FAMU. Now into week three of the challenge, the campaign has already received over 2,700 gifts, and donations are now exceeding \$90,000.
 - Mrs. Green said she engaged the model and made it FAMU's own to foster a spirit of philanthropy. With all of the challenges on social media, she thought she could come up with a challenge that would make a difference for the University. She decided she would give \$10 and challenge 10 of her FAMU alum friends to give \$10 within 24 hours. She announced the university is at \$90,000, and is on the way to a million dollars by the national alumni convention in May of next year. She is optimistic the challenge is moving toward a quarter of a million dollars by the inauguration. She intends to keep the challenge moving and hopes the university will take the model, engage it and make it their own, and possibly make it an annual campaign.
 - Trustee Montgomery applauded what Mrs. Green is doing, and informed her he wanted to add to the challenge by adding a zero to a challenge he would issue to members of the Board. The challenge would involve \$100 today and \$100 for a 12-month period. Trustee Montgomery accepted the challenge and "called out" the following Board members to follow with the \$100 for 12-month challenge: Trustees Turnbull, White, Shannon, McWilliams, Alston, Lawson, Moore, Boyce, and Warren. He requested that in line with the challenge, those Board members solicit 10 on their own at \$100 for 10.
- In regard to the Division's Strategic Goal 4.1: Enhance Institutional Fundraising, and its assigned goal of \$5.5M, Dr. Haynes presented several strategies designed to move fundraising toward the \$5.5M goal.
 - Hire a Director of Annual Giving to provide more focused oversight of the Annual Giving Programs. He introduced Ms. Diane Jefferson as a new staff person.
 - Deploy a Comprehensive Annual Fund Plan engaging the NAA, corporations and foundations, fans, friends and major gift prospects in an integrated/multi-channel campaign, and hire additional students to help with social media.
 - Establish University-wide development participation by implementing fundraising strategies tailored to the unique priorities and needs of each school, college and athletics with targeted goals.
 - Provide to each school, college and athletics a fundraising appropriation to supplement efforts.
 - Identify and acknowledge specialty license plate owners.
 - Reengineer the phon-a-thon program to support segmented fundraising of alumni for all units. This year, will conduct a phon-a-thon by schools and colleges (funds will go to schools and colleges) different from what has been done in the past.
- Giving by constituencies is currently at 81.20% versus 38.28% this time last year. Dr. Haynes reported ~~out~~ there is a tremendous jump in funds and donors due to the excitement around the new season; the President

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and staff traveling around the country, alumni giving back more now than in the past, the '10 for \$10 Challenge', and an engaged President who has been fundraising.

Dr. Haynes presented several Foundation updates:

- A draft of a Memorandum of Understanding (MOU) was presented. The goal is to add more structure to clearly define the role and relationship of the Foundation and University. Once the MOU has been fully vetted, it will be sent back to the full Board of the Foundation for a vote; it will then come back to the Board of Trustees for final approval.
- The FAMU Foundation's Board of Directors Meeting will be held in Orlando in November 2014.
- The annual financial audit is complete; a new Assistant Director of Accounting has been hired, and the Foundation staff is working with CBRE Inc. to build out and market commercial space in the Foundation building.
- A history and status report on the FAMU collegiate license plate revenue was presented. The Committee was advised that 75% of the revenues support fundraising, and 25% support scholarships. Since the Board's approval in 2010-11, the University tag program has generated over 1.3M in revenue. From the 1.3M, over 1M was invested in fundraising. As a result, the University has raised over 4M to support the scholarship program.
- Fiscal Year-to-Date total investment portfolio returns of 16.14% outperformed both the portfolio's composite benchmark returns of 15.35%, and the portfolio's investment goal of 8.50% for the 12 months that ended June 30, 2014.

Several updates were presented for the Office of Alumni Affairs (OAA):

- Staff participated in the National Alumni Association's (NAA) Annual Conference held May 2014 in Louisville, KY. \$100,000 was generated in cash and pledges.
- Staff also participated in the NAA's Northeast Region's 50th Anniversary Regional Conference held August 2014 in Elizabeth, NJ.
- OAA conducted a series of welcome receptions to introduce President Elmira Mangum to the Rattler nation.
- The Rattler Boosters organization is currently undergoing review by the President to determine the appropriate organizational structure. The plan is currently to leave the structure and budget in place while the reconstruction is being completed.

There being no further business, the meeting adjourned at 1:54 p.m.

Kelvin Lawson, Committee Vice-Chair



**Florida Agricultural and Mechanical University
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ACTION ITEM**

**Direct Support Organizations Committee
Date: Wednesday, December 3, 2014**

Item Origination and Authorization

Policy _____ Award of Bid _____ Budget Amendment _____ Change Order _____
Resolution _____ Contract _____ Grant _____ Other _____

Action of Board

Approved _____ Approved w/ Conditions _____ Disapproved _____ Continued _____ Withdrawn _____

Agenda Item: IV.

Subject: Approval of Amendments to the FAMU Foundation Bylaws

Rationale: The changes to the Bylaws are from a series of amendments that the FAMU Foundation Board approved during the Fall 2013 Board of Directors Meeting. In accordance with the FAMU Internal Management Memorandum for DSOs, the FAMU Board of Trustees is required to approve changes to the Bylaws.

On November 23, 2013, the FAMU Foundation Board of Directors approved a total of eight amendments to the FAMU Foundation, Inc., Bylaws. The first five (5) amendments were changes in language to existing sections of the bylaws; the remaining three (3) amendments are entire sections that were added to the bylaws. Since there is not a conflict between these amendments, the MOU, nor the IMM agreement, resolutions are not required.

Amendments with Language Changes:

1. Article I, Section 3: Voting Privileges of Emeritus Board Members. The board updated this provision with new language to specify that Emeritus Board Members may be listed on Board stationery documents and on all Board programs.

Old Language:

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 all most meetings and special events of the Board of Directors. They may participate in discussions but will not be entitled to vote with the full Board. Any incumbent Emeritus



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Board Member shall be entitled to vote on any board matter in the same manner as any other Board Member ; be listed on Board stationery and documents, as well as Board programs.

Comment [HK1]: THIS IS BEING INSERTED PURSUANT TO AN ACTION ITEM MEMO RECEIVED BY GENERAL COUNSEL SENT ON BEHALF OF THE BYLAWS COMMITTEE BY FOUNDATION STAFF ON NOVEMBER 1, 2013--SEE ATTACHED EXHIBIT "A "

- Article 1, Section 7: Resignation or Leave of Absence. The board updated this provision with new language to specify terms by which a member can request and obtain approval for a leave of absence. This provision also states that no more than 10% of the authorized membership of the Board may be granted a leave of absence at any one time.

Old Language:

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. When business or personal matters make it difficult for a Board member to meet their commitment, a leave of absence may be granted excusing a member from attending the meetings of the Board for a specified length of time. A member may take a leave of absence of up to 6 months during a four-year term and the Leave of Absence request must be approved by the Board.

GENERAL COUNSEL WOULD URGE CONSIDERATION OF THE FOLLOWING ALTERNATIVE LANGUAGE FOR THIS SECTION IN ADDITION TO THE UNDERLINED TEXT ABOVE:

Comment [HK2]: THIS LANGUAGE IS BEING PRESENTED PURSUANT TO ACTION ITEM PRESENTED TO THE GENERAL COUNSEL BY FOUNDATION STAFF ENTITLED "RESOLUTION 2013-4" AUTHORIZING BOARD MEMBER LEAVE OF ABSENCE REQUESTS--SEE ATTACHED EXHIBIT B

A director may resign at any time by submitting a written resignation to the Chair of the Foundation with a copy to the Secretary. A director may take a leave of absence for a period of time not to exceed 6 months during a four-year term at any time by submitting a written leave request to the Chair of the Foundation with a copy to the Secretary. The Board shall have the absolute discretion to grant or deny such request, however, such request may only be based on medical illness of the director or bereavement due to the loss of an immediate family member.

- Article 1, Section 8: Removal of Members. The board updated this provision with new language to specify the process to remove an elected Director. It requires a majority vote of the full Board.

Old Language:

Notwithstanding ~~the~~ any other provisions of ~~Section 2 (f)~~ these Bylaws, an elected director may be removed, with or without cause, by a majority vote of the Board of



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Directors, if such action is deemed by a majority vote of the Board to be in the best interests of the Foundation.

4. **Article II, Section 2: Terms of Office.** The board updated this provision with language that clearly states officers of the Foundation shall be elected for a two (2) year term.

Old Language:

The officers of the Foundation shall be elected for a two (2) year term. Officers may be elected for an additional term; provided, no officer shall serve more than two (2) two year terms. The Chair may be elected to serve an additional term, so long as the Vice-Chair or Chair-Elect provides to the Board in writing an explanation of his or her inability to serve as Chair after the previous Chair's term of office has expired. If the Chair is elected for an additional term, the Vice-Chair will remain Chair-Elect for another two-year term.

Comment [HK3]:

5. **Article III, Section 4, Paragraph F: Audit Committee.** The board updated this provision with language that states: "The Audit Committee shall meet at least twice prior to the Board meeting or as necessary to address audit issues. Members of the Audit Committee must meet separately/privately with members of the audit team without the presence of Foundation staff at least once a year."

Old Language:

(f) The Audit Committee shall meet ~~bi-annually~~ ~~biennially~~ for annually prior to Board meeting or as necessary to address audit issues. Members of the Audit Committee must meet separately privately with members of the audit team without the presence of Foundation staff ~~bi-annually~~.

Comment [HK4]: Per request of Bylaw Committee Chair

Comment [HK5]: Per request of Bylaw Committee Chair

Amendments with Entire Sections Added:

6. **Article XII, Section 4: Budget Revisions by Vice President for University Advancement.** The board added this entire section of the bylaws which states: "the Vice President for University Advancement/Foundation Executive Director may approve certain revisions to budgets for revenues, expenditures or transfers, provided such revisions are self-balancing, do not produce a net change in the overall budget and do not result from a change in the scope of the Foundation's programs and services."

Old Language:

The Vice President for University Advancement/Foundation Executive Director may approve certain revisions to budgets for revenues, expenditures or transfers, provided such



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revisions are self-balancing, do not produce a net change in the overall budget and do not result from a change in the scope of the Foundation's programs and services.

7. Article XII, Section 5: Budget Matters Requiring Board Approval. The board added this entire section of the bylaws which states: *"All budget revisions which increase or decrease the aggregate budget total for revenues, expenditures or transfers, or alter the scope of the Foundation's programs and services, must be reviewed and approved by the Foundation's Board of Directors."*

Old Language:

All budget revisions which increase or decrease the aggregate budget total for revenues, expenditures or transfers, or alter the scope of the Foundation's programs and services, must be reviewed and approved by the Foundation's Board of Directors.

8. Article XII, Section 6: Budget Revisions over \$5,000. The board added this entire section of the bylaws which states: *"The Foundation shall maintain the ability to identify and report "original budget" "budget revisions" and "working budget" by fiscal year, and its Board of Directors shall be informed immediately when budget revisions of \$5,000 or greater occur."*

Old Language:

The Foundation shall maintain the ability to identify and report "original budget", "budget revisions", and "working budget" by fiscal year, and its Board of Directors shall be informed immediately when budget revisions of \$5,000 or greater occur.

Attachments: I) Edited revisions to the FAMU Foundation Bylaws
II) Final revisions to the FAMU Foundation Bylaws

Recommendation: Approval of amendments to the FAMU Foundation Bylaws

BYLAWS

OF THE

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



(Revised & Promulgated on November 23, 2013)

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BYLAWS OF THE FLORIDA AGRICULTURAL AND MECHANICAL FOUNDATION, INC.

ARTICLE I

BOARD OF DIRECTORS

Section 1. Number, Qualifications, Terms of Office and Manner of Selection/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) elected directors, selected in the manner prescribed in these Bylaws, and the ex-officio directors provided in this section. The members of the Board of Directors shall constitute the voting members of the Foundation.

(b) The President of the University, President of the National Alumni Association, Director of Alumni Affairs and the Chair of the Board of Trustees or their designee 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. Any vacancies in the aforementioned positions will be filled for the unexpired portion in the manner provided for the appointment.

(c) The term of office of elected members of the Board of Directors shall be four (4) years in length. Directors may be re-elected for additional terms. After serving two consecutive terms, the Director shall be eligible for re-election after showing a desire for continued membership in writing. 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 term and until their successors have been elected or until death, resignation or removal.

(d) 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.

Section 2. Meetings

(a) 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.

(b) 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. At the discretion of the Chair a special meeting shall be held at any time and place designated by the Chair of the Board of Directors.

(c) One-third (1/3) 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.

(d) 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 2b.

(e) 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.

(f) A director is authorized a maximum of two unexcused absences in a two-year period. Any director exceeding this limit may forfeit his or her position on the Board of Directors. A final vote on the removal of a director will be by a majority vote of the Executive Committee. All excused absences must be granted by the Chair of the Board of Directors.

(g) Actions of the Board or its Committees may be taken by a majority of the members of the Board or its Committee, individually or collectively consenting in writing or by telephone conference to the actions. In writing or by telephone includes facsimile, telegraph, electronic transmission (such as email), satellite broadcast, or any other electronic means. 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. Any certificate or other document filed under any provision of law which relates to an action taken without a meeting will state that the action was taken by written consent of a majority of the Board or its Committees without a meeting, and that the Bylaws of the Foundation authorize the Board and its Committees to act without a meeting as described in this section.

Section 3. 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 all meetings and special events of the Board of Directors and may be listed on Board stationery, documents and printed programs.

Section 4. 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 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 unanimous vote by 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. Attendance at Board meetings will not be required.

Section 5. Advisory Board Members

Advisory 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 through corporations that may lend further distinction to the Foundation. These persons may be recommended by members of the Board, reviewed and nominated by the Nominating Committee, and voted upon by the Board of Directors. Advisory members may serve for a term of four (4) years. Membership may be renewable upon unanimous vote by a majority of the Board members at any annual meeting or other meeting called for such purpose.

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

Advisory membership will entitle the individual to be listed on Board stationery and documents, as well as Board programs; however, advisory membership does not entitle advisory members to voting privileges. Attendance at Board meetings will not be required.

Section 6. Designated Ex-Officio Membership

The Directors shall include among their members the persons who hold the following positions: a Faculty representative from the Faculty Senate recommended by the 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. They shall be considered members of the Foundation and shall have voting rights.

These individuals 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 7. Resignation or Leave of Absence

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. When business or personal matters make it difficult for a Board member to meet his or her commitment to serve on the Board, a leave of absence may be granted excusing a member from attending the meetings of the Board for a specified length of time. A member may take one (1) leave of absence of up to 6 months during a four-year term and the Leave of Absence request must be approved by the full Board.

Section 8. Removal

Notwithstanding any other provisions of these Bylaws, an elected director may be removed, with or without cause, by a majority vote of a quorum present at any regular or called meeting of the Board of Directors, provided such vote is deemed by the Board to be in the best interests of the Foundation.

Section 9. 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.

Section 10. 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 Section 617.0882, Florida Statutes, as now or hereafter amended.

Section 11. Conflict of Interest Policy

The Board of Directors shall adopt and keep in full force and effect a substantial conflict of interest policy for its directors and principal officers in accordance with rules and regulations of the Internal Revenue Service applicable to tax exempt organizations.

ARTICLE II

OFFICERS

Section 1. 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 BOT may not serve as elected officers of the FAMU Foundation. In the event a FAMU Foundation officer is elected to the FAMU BOT, the FAMU Foundation Board member must resign from the elected office, but may still serve as a member of the FAMU Foundation Board.

Section 2. Terms of Office

The officers of the Foundation shall be elected for a two (2) year term.

Section 3. 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.

Section 4. Vice-Chair

The Vice-Chair shall be the Chair-Elect and 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.

Section 5. 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.

Section 6. Secretary

The Secretary shall record the minutes of all meetings of the Board of Directors and the Executive Committee and shall maintain these records in a book provided 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 7. Executive Director

The Executive Director shall be confirmed by the Board of Directors, with prior approval by the President. 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 Foundation employees shall be by the Executive Director with the consent of the Vice President of University Relations. 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 report to the President of the University and the Chair of the Board of Directors. The Executive Director shall serve as an ex-officio member of the Board of Directors and shall not have voting rights.

Section 8. 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 is 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. Control the use of the University's name;
- d. 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;
- e. Ensure that any political activities of the Foundation are coordinated with the University President's office;
- f. 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
- g. Approve Foundation contributions of funds or supplements to support Intercollegiate Athletics.

The President of the University shall be an ex-officio and voting member of all standing committees of the Board of Directors.

Section 9. 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, the Board of Directors may appoint any member to perform the officer's respective duties.

ARTICLE III

STANDING COMMITTEES

There shall be an Executive Committee, Investment Committee, Audit Committee, Bylaws Committee, Nominating Committee, Development Committee, Finance Committee, Real Estate 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 four (4) members shall constitute a quorum of the committee and the affirmative vote of a majority of the 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, 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 insure 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 at least twice prior to the annual Board meeting or as necessary to address audit issues. Members of the Audit Committee must meet separately/privately with members of the audit team outside the presence of Foundation staff at least once a year.

Section 5. Nominating Committee

(a) The Nominating Committee shall solicit nominees for the Board from the members of the Board of Directors and the University community. Upon its consideration of an individual for nomination to the Board, the Nominating Committee shall consider the individual's diversity, 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.

(b) The Nominating 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 I, 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.

(c) Members placed into nomination by the Nominating Committee shall be elected to board membership by a majority vote of the full Board. In evaluating an individual for re-election as a Board member, the Nominating 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; and
- (vii) advocacy of the interests of the entire University rather than any part or constituency.

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.

Section 9. Real Estate Committee

The Real Estate Committee shall constitute a standing committee of the Board and is 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 in the cultivation of private gifts of real property to the Foundation.

Section 10. Membership and Quorum of Standing Committees

(a) The membership and standing committees, except for the Executive Committee, 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 I, Section 1(c) of these Bylaws.

(b) Fifty (50%) percent of the voting members of a committee shall constitute a quorum for the transaction of business. 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

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 V

APPROVED MAJOR ACTIVITIES

Approved major activities of the Florida Agricultural and Mechanical University Foundation 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. 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 other than those certified by a majority roll call vote of the Board of Directors at a regularly scheduled meeting as being directly related to the educational mission of the University, is prohibited.

ARTICLE VI

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 VII

PERSONNEL

- a) The Foundation provides equal employment opportunities for all persons regardless of race, color, religion, gender, age or national origin.
- b) Any person employed by the Foundation shall not be considered an employee of the State of Florida or the University by virtue of their employment with the Foundation.

ARTICLE VIII

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 Article of Incorporation

The Articles of Incorporation shall not be amended other than by a vote of the 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, by the President of the University, to the Board of Trustees for approval, prior to becoming effective.

ARTICLE IX

CONFIDENTIALITY OF FOUNDATION DOCUMENTS

The successful partnership between the Florida Agricultural & Mechanical University and the Florida Agricultural & Mechanical University Foundation, Inc. is based on effective service, trust and accountability. The Florida Agricultural & Mechanical University Foundation, Inc., as a direct support organization of the Florida Agricultural & 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.

ARTICLE X

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 XI

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 XII

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. 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. 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.

Section 4. Budget Revisions by Vice President for University Advancement

The Vice President for University Advancement/Foundation Executive Director may approve certain revisions to budgets for revenues, expenditures or transfers, provided such revisions are self-balancing, do not produce a net change in the overall budget and do not result from a change in the scope of the Foundation's programs and services.

Section 5. Budget Matters Requiring Board Approval

All budget revisions which increase or decrease the aggregate budget total for revenues, expenditures or transfers, or alter the scope of the Foundation's programs and services, must be reviewed and approved by the Foundation's Board of Directors.

Section 6. Budget Revisions Over \$5,000

The Foundation shall maintain the ability to identify and report "original budget", "budget revisions" and "working budget" by fiscal year, and its Board of Directors shall be informed immediately when budget revisions of \$5,000 or greater occur.

ARTICLE XIII

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 XIV

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 XV

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 XVI

MISCELLANEOUS PROVISIONS

The Articles of Incorporation and Bylaws of the Foundation will be consistent with Florida Statutes § 1004.28, as now or hereafter amended, and the applicable University regulations and policies, and any applicable rules of the Florida Board of Governors.



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

**Direct Support Organizations Committee
Date: Wednesday, December 3, 2014**

Item Origination and Authorization

Policy _____ Award of Bid _____ Budget Amendment _____ Change Order _____
Resolution _____ Contract _____ Grant _____ Other _____

Action of Board

Approved _____ Approved w/ Conditions _____ Disapproved _____ Continued _____ Withdrawn _____

Agenda Item: V.

Subject: Approval of Resolution No. 2014-1: Foundation Bylaws Amendment

Rationale: The current governing document between the University and all Direct Support Organizations (DSOs) is the Internal Management Memorandum (IMM). Last year, Trustee Marjorie Turnbull requested that the Foundation develop a separate MOU agreement with the University to more specifically outline the relationship of the Foundation and the University.

The proposed MOU agreement includes language which prohibits the University President from serving on the Audit Committee, which is in direct violation with the current bylaws language that states: *"the President of the University shall be an ex-officio and voting member of all standing committees of the Board of Directors."*

Resolution 2014-1 would amend the language denoted in this portion of the bylaws to read: *"the President of the University shall be an ex-officio and voting member of all standing committees of the Board of Directors, except for the Audit Committee."*

The Foundation Bylaws Committee met telephonically on November 6th and provided their approval for the MOU and Resolution 2014-1. The MOU will be presented to the Foundation Board of Directors for approval at its November 22, 2014, Board Meeting.

In that the MOU must first be approved by the FAMU Board of Trustees, a draft MOU was provided to the Board of Trustees at its September 11, 2014, Board Meeting for review, and changes if needed. Changes received will be incorporated in the final version that will go to the Foundation Board; the MOU will subsequently come back to the Board of Trustees for final ratification.

Attachment: Resolution No. 2014-1: Foundation Bylaws Amendment
Recommendation: Approval of Resolution No. 2014-1: Foundation Bylaws Amendment

Florida A&M University Foundation, Inc.

RESOLUTION NO. 2014-1

A RESOLUTION OF THE FAMU FOUNDATION AMENDING ITS BYLAWS PURSUANT TO ARTICLE VIII, § 1 THEREOF; AMENDING ARTICLE II, § 8 TO PROVIDE THAT THE PRESIDENT OF THE UNIVERSITY SHALL SERVE AS AN EX-OFFICIO AND VOTING MEMBER OF ALL STANDING COMMITTEES OF THE FOUNDATION, EXCEPT FOR ITS AUDIT COMMITTEE ; PROVIDING AN EFFECTIVE DATE.

SECTION 1.01. Authority. This resolution is promulgated and being adopted pursuant to the duly adopted Bylaws of the Florida Agricultural & Mechanical University Foundation, Inc. (hereinafter "the Foundation").

SECTION 2.01. Notice. Written notice of the Foundation's intent to adopt this proposed resolution has been given to all directors of the Foundation Board in accordance with the notice requirements set forth in Article I, §2 of the aforesaid Bylaws.

SECTION 3.01 Findings. IT IS HEREBY FOUND AND DETERMINED that under the provisions of Article II, § 8 of the Foundation's Bylaws the President of Florida A&M University (hereinafter "the University") is authorized to serve as an ex-officio and voting member of all standing committees of the Foundation, without exception ; IT IS FURTHER FOUND AND DETERMINED that the Foundation and University both agree that no University employee, including the President, should serve on the Foundation's Audit Committee, in order to maintain creditable audit and financial independence.

SECTION 4.01 Amendment. In view of the foregoing, Article II, § 8 of the Foundation's Bylaws shall be and is hereby amended to provide that the University President shall serve as an ex-officio and voting member of all standing committees of the Foundation, except for the Foundation's Audit Committee; and the language of Article II, § 8 of the Foundation's Bylaws shall be promulgated and henceforth amended to read as follows:

“...The President of the University shall be an ex-officio and voting member of all standing committees of the Board of Directors, except for the Audit Committee...”

SECTION 5.01 Effective Date. This Resolution shall take effect immediately upon execution by the duly designated Foundation officers named below.

DONE AND ORDERED this ____ day of _____, 2014, by vote of the FAMU Foundation Board of Directors, *nunc pro tunc*.

Executive Director

(Date)

Chair, Foundation Board

(Date)

ATTEST: _____(SEAL)

Approved as to form and legal sufficiency:

Harold M. Knowles, General Counsel

ACCEPTED AND APPROVED by the Florida A&M University Board of Trustees on the ____ day of _____, 2014.

Chair, Board of Trustees



**Florida Agricultural and Mechanical University
Board of Trustees
ACTION ITEM**

**Direct Support Organizations Committee
Date: Wednesday, December 3, 2014**

Item Origination and Authorization

Policy _____ Award of Bid _____ Budget Amendment _____ Change Order _____
 Resolution _____ Contract _____ Grant _____ Other _____

Action of Board

Approved _____ Approved w/ Conditions _____ Disapproved _____ Continued _____ Withdrawn _____

Agenda Item: VI.

Subject: **Approval of Memorandum of Understanding (MOU) between Florida A&M University & the FAMU Foundation, Inc.**

Rationale: The current governing document between the University and all Direct Support Organizations (DSOs) is the Internal Management Memorandum (IMM). Last year, Trustee Marjorie Turnbull requested that the Foundation develop a separate MOU agreement with the University to more specifically outline the relationship of the Foundation and the University.

The MOU was developed between the FAMU Foundation staff and General Counsel, and the Special Assistant to the FAMU President and University General Counsel.

The FAMU Foundation Bylaws Committee met telephonically on November 6, 2014, and provided their approval of the MOU. The MOU will be presented to the Foundation Board of Directors for approval at its November 22, 2014, Board Meeting.

Because the MOU must first be approved by the FAMU Board of Trustees, a draft MOU was provided to the Board of Trustees at its September 11, 2014, Board Meeting for review, and changes if needed. Changes received will be incorporated in the final version that will go to the Foundation Board; the MOU will subsequently come back to the Board of Trustees for final ratification.

Attachment: The MOU
Recommendation: Approval of the MOU between Florida A&M University and the FAMU Foundation, Inc.

MEMORANDUM OF UNDERSTANDING
between
FLORIDA A&M UNIVERSITY
and
FLORIDA AGRICULTURAL AND MECHANICAL UNIVERSITY FOUNDATION,
INC.

This Memorandum of Understanding (hereinafter the “Agreement”) is made between The Florida A&M University Board of Trustees (hereinafter the University) and the Florida A&M University Foundation, Incorporated (hereinafter the Foundation).

RECITALS

- A. The Foundation is a Florida nonprofit corporation under the provisions of Chapter 617, Florida Statutes, qualified under Section 501(c)(3) of the Internal Revenue Code and exists for the purposes of stimulating voluntary private support from alumni, parents, corporations, foundations, and others for the benefit of Florida A&M University; and,
- B. The University has officially certified the Foundation as satisfying the standards and eligibility requirements as a direct support organization set forth in 1004.28, Florida Statutes; and,
- C. The Foundation exists as an independent corporate fiduciary to raise, manage and administer private resources to support the mission and priorities of the University, as established by the Board of Trustees and the President of the University; and,
- D. The Foundation is dedicated to assisting the University by fostering a culture of philanthropy, growing the endowment and in addressing, through financial support, the long-term academic and other priorities of the University and to provide opportunities for students and a margin of institutional excellence unavailable with state funds; and,
- E. The parties desire to formalize the relationship between the University and the Foundation by setting forth the manner in which the University is to provide support to the Foundation and in which the Foundation is to provide support for the University.

TERMS

In consideration of the mutual covenants, promises and conditions herein contained, and for good and valuable consideration the adequacy of which is hereby acknowledged, the University and the Foundation, agree that the foregoing recitals are true and correct and are incorporated

herein by this reference as though set forth fully. The University and the Foundation further agree as follows:

1.0 The Foundation Support of the University.

1.1 The Foundation's sole purpose is to provide support to the University, including its associated entities. In accordance with the Foundation's governing documents that support includes, but is not limited to:

1.1.1 Raising, receiving, investing, acknowledging, accounting for and administering funds and real and intellectual property on behalf of the University to use for its charitable, scientific, research, and educational purposes;

1.1.2 Assisting the University in its fundraising, marketing, public relations and alumni outreach activities and development programs with individuals, corporations, foundations, and other organizations;

1.1.3 Soliciting cash, securities, real and intellectual property, and other private resources for student scholarships, faculty support, facilities, programs, endowments, and supporting other educational, research, cultural, scientific, public service, charitable activities and any lawful purposes of the University;

1.1.4 Promoting the welfare and development of the University;

1.1.5 Performing other acts as may be deemed appropriate in carrying out the purposes or mission of the University.

2.0 Use of the University Name.

2.1 The Foundation may, in connection with its lawful business and activities, use the name of Florida A&M University as well as the University's logos, acronyms, seal, and other symbols and marks of the University ("University Marks"), provided that, the Foundation clearly communicates that it is conducting business in its own name for the benefit of the University. All correspondence, advertisements, and other communications by the Foundation must clearly indicate that the communication is by the Foundation and not from the University. The Foundation may use University Marks only in connection with the services rendered for the benefit of the University and in accordance with the guidance and directions furnished to the Foundation by the University, or its representatives or agents, from time to time, and only if the nature and quality of the services in connection with which the University Marks are used shall be satisfactory to the

University. The University shall exercise control over and be the sole judge of whether or not the Foundation has met or is meeting the established standards of quality.

- 2.2 The Foundation shall not delegate the authority to use any University Marks to any person or entity and agrees that no transfer or ownership of University Mark is granted. Any preexisting use of University Marks by third parties previously authorized by the Foundation shall be subject to review and ratification by the University. The University reserves the right, in its sole discretion, to reject any copy or usage of the University Marks.
- 2.3 The Foundation agrees to cease using the University Marks if:
 - 2.3.1 The Foundation dissolves;
 - 2.3.2 This Agreement is terminated;
 - 2.3.3 The Foundation ceases to be a nonprofit corporation or ceases to be recognized by the Internal Revenue Service as described in section 501(c)(3) of the Internal Revenue Code; or
 - 2.3.4 The University revokes such authority for failure to conform with the requirements of section 2.1, above, such revocation shall not occur until after the Foundation is provided written notice of its failure to conform and a reasonable opportunity to cure such non-conformance.
- 2.4 Notwithstanding the provisions of section 2.1, the Foundation agrees that it will not offer any course or seminar using the University's name.

3.0 Relationship between the Foundation and the University.

- 3.1 The University agrees to encourage and maintain the independence of the Foundation and, at the same time, foster the cooperative relationship between the University and the Foundation.
- 3.2 The Chairman of the Florida A&M University's Board of Trustees or a designee and the President of the University or a designee and the Vice President for Administrative and Financial Services/Chief Financial Officer of the University shall be voting members of the Foundation's governing board.
- 3.3 The Board of Directors of the Foundation shall be responsible for control and management of all assets of the Foundation, including prudent management of all gifts to the Foundation consistent with the donor's intent.

- 3.4 The Executive Director of the Foundation shall be selected by the President of the University in accordance with Florida law and University policy. The Executive Director reports to the President or a designee reporting directly to the President of the University. The Executive Director shall advise, inform, and serve as the key liaison to the Foundation governing board, especially with respect to business and fiduciary matters. The Executive Director is responsible for implementing Foundation policies and actions taken by the Foundation Board of Directors.
- 3.5 The Foundation will maintain an audit committee which does not have any employees of the University or the Foundation as a member. This committee will receive and review the annual audit of the Foundation and relevant annual tax forms to be submitted by the Foundation in accordance with section 6.1 of this agreement.

4.0 The Foundation's Obligation to the University.

- 4.1 The Foundation agrees to solicit and accept gifts in accordance with established University policy.
- 4.2 The Foundation agrees to advise prospective donors of restricted gifts that acceptance of such gifts is conditioned upon the University's approval under section 4.1, if required.
- 4.3 The Foundation agrees to coordinate with the University Office of Institutional Advancement or other appropriate University Office(s) regarding funding goals, programs, and campaigns.
- 4.4 The University and the Foundation agree to annually review existing guidelines regarding fund labeling and identification, so that the intended beneficiary, whether the University or the Foundation, receives the appropriate funds.
- 4.5 The Foundation shall obtain, operate, and maintain its accounting, development activities, alumni records, and other information on University-compatible data processing equipment, peripheral hardware and software and shall make its data reasonably available to the University in accordance with existing University guidelines and regulations and as otherwise required by applicable law. Notwithstanding the foregoing, the Foundation shall maintain ownership of and control access to any prospect and donor information it collects in accordance with applicable law. The Foundation agrees that it will establish and maintain a policy governing the retention and destruction of documents including electronic files and which prohibits destruction of documents if an investigation into wrongdoing or litigation is anticipated or underway.

- 4.6 The Foundation shall administer its funds and make distributions to the University and its associated entities in accordance with policies and procedures established by the Foundation from time to time, with advice and counsel from the University. The Foundation agrees that all transfers of funds from the Foundation to the University must be documented in writing or electronically in a form that has a retrievable transaction trail.
- 4.7 The Foundation will provide services to the University as may be agreed to in writing before the services are provided. The University will reimburse the Foundation for these services in an amount that is agreed to in writing before the services are provided.
- 4.8 The Foundation shall promptly notify the University if the Foundation: (a) materially breaches any provision in this Agreement; (b) fails to properly receive, apply, manage or disburse funds; (c) engages in conduct prohibited or subject to sanction under state or federal law; (d) its officers fail to comply with the conflicts of interest policies; or (e) is being investigated by any state or federal regulatory body and such investigation may have a significant impact on the Foundation or its status as a tax exempt entity.
- 4.9 The Foundation agrees to operate using sound fiscal and business principles, to ensure that sound internal control structures are in place, and to follow generally accepted accounting procedures.
- 4.10 The Foundation shall create an annual operations and capital budget.
- 4.11 The Foundation agrees not to make any payments to a University employee, except for approved expense reimbursements without prior written approval from the President of the University and in accordance with Internal Management Memorandum No. 2003-01 – Direct Support Organizations. Payments to the President, except for approved expense reimbursements, must be approved by the FAMU Board of Trustees. All salary and non-salary compensation of employees of the Foundation shall be approved in advance by the Board of Directors of the Foundation.
- 4.12 The Foundation officers and employees who have check signing authority or who handle cash or negotiable instruments must be bonded in an amount determined to be reasonable by the Foundation board and the University.
- 4.13 Without waiving any defenses or immunities, the Foundation assumes liability for the negligent or wrongful acts or omissions of its employees, officers and agents while acting within the scope of their employment.

- 4.14 The Board of Directors of the Foundation shall obtain general liability and directors/officers insurance in an amount determined to be reasonable by the Foundation board, including bonding of its officers and other appropriate persons.
- 4.15 The Foundation must not engage in substantial lobbying activities and may not engage in any political activities.
- 4.16 The Foundation may not incur unsecured debt in excess of \$500,000.

5.0 The University Support of and Obligations to the Foundation.

- 5.1 The University will provide services to the Foundation as may be agreed to in writing before the services are provided. The Foundation will reimburse the University for these services in an amount that is agreed to in writing before the services are provided.
- 5.2 The University may provide reasonable support to the Foundation including personnel services consistent with the support outlined above and based upon an annual budget plan agreed to by the parties, as measured by staff hours, space, equipment and supplies.
- 5.3 When the University receives funds from the Foundation for a specified purpose, the University shall use such funds received for the specific purpose.
- 5.4 The Foundation agrees that when the University personnel provide services for the Foundation and there arises a conflict between the University and the Foundation, the University employee must comply with the policies, regulations, and directives of the University; provided that said employee shall notify the Foundation in ample time to remedy the conflict or approve the intended action when feasible. If prior notification is not feasible, the Foundation shall be promptly notified in writing of the conflict and action taken.
- 5.5 To the extent permitted by Section 768.28, Florida Statutes, without waiving any defenses or immunities, including without limitation, sovereign immunity, the University assumes liability for the negligent or wrongful acts or omissions of its employees, officers and agents while acting within the scope of their employment.

6.0 The Foundation Audits and Reporting.

- 6.1 The Foundation agrees to select a certified public accounting firm, to serve as the Foundation's independent auditor and to complete a full and complete annual audit of its finances and operations. The Foundation agrees to notify the

University in writing within thirty (30) days if it selects a different auditor.

- 6.2 The Foundation agrees to provide to the University, annually on or before January 1 of the following year:
 - 6.2.1 The annual audit report, management letters and responses to management letters, and the publicly disclosed portion of the Foundation's IRS Form 990;
 - 6.2.2 The list of the members of the Foundation governing board, officers, and employees;
 - 6.2.3 The names of the officers and governing board members of all the Foundation associated or affiliated entities.
 - 6.2.4 An annual report of operations that shows actual versus budgeted revenues and expenditures.
- 6.3 The Foundation agrees to allow the University to inspect and audit all foundation books and records at reasonable times, and to provide timely such other reports of and information on its financial status and operations as required by the Chancellor of the State University System of Florida.

7.0 Conflicts of Interest.

The Foundation will establish and maintain conflicts of interest policies pertaining to its relationship with the University, members of the governing board and persons doing business with the Foundation. Such policies shall provide that (a) all transactions (other than expense reimbursements set forth in 5.3), between the Foundation and an officer, director, or employee of the Foundation, must be approved by the Foundation Board; (b) no Foundation officer, director, or employee having a private business interest in the Foundation's business transaction may be involved in the decision with respect to whether the Foundation should enter into such transaction; (c) no Foundation scholarship or fellowship award may be made to an officer, director, or employee of the Foundation or to a family member of such person.

8.0 Compliance with Board of Governors and University Policies and Regulations and the Foundation Bylaws.

The University and the Foundation agree to comply with the policies and regulations of the Board of Governors pertaining to the relationship between the University and associated entities, including amendments thereto. The University shall provide the

Foundation with proposed amendments to such policies and regulations not less than fifteen days prior to their effective date. The Foundation agrees to provide the University with a copy of its Bylaws and shall provide any proposed amendments not less than fifteen days prior to the meeting of the Foundation at which they are considered for adoption.

9.0 Effect of Agreement; Modification.

This Agreement (and its attachments, if any) contains all the terms between the parties and may be amended only in writing signed by an authorized representative of both parties.

10.0 Confidentiality.

Neither the Foundation nor the University shall disclose or use any private, confidential, proprietary, or trade secret information provided from one to the other except as required in and by the terms of this Agreement or as required by law. The Foundation recognizes its and the University's obligation to comply with Florida Public Records laws.

11.0 Term and Termination.

The initial term of this Agreement shall be two years and shall be automatically renewed for successive one year terms, unless and until either party gives notice in writing to the other party of its intent not to renew the Agreement at least 30 days prior to the beginning of a new term. Either party shall have the continuing right to terminate this Agreement at any time without cause upon 90 days written notice to the other party. The University may terminate this Agreement at any time if the Foundation fails to abide by the policies or regulations of the University, the Board of Governors or Florida law which govern the relationship between the University and the Foundation.

12.0 Dissolution.

In the event of dissolution of the Foundation, either voluntary or involuntary, all assets and property which remain after the discharge of the Foundation's liabilities and unless otherwise designated by the donor of an asset shall be paid over or distributed by the University or to any other nonprofit corporation or corporations organized to support the University or any of its Colleges, Schools, Departments, or affiliated organizations as determined by the University in its sole discretion, and shall be used or distributed for no other object or purpose whatsoever; provided, however, that any such organization must be exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue

Code, as amended and be an associated entity approved by the University pursuant to regulations of the University of Florida .

13.0 Compliance with Applicable Law and Non-Discrimination.

- 13.1 The Foundation agrees to comply with all executive orders, federal, state and local rules, regulations, and laws, and University regulations and policies applicable to the Foundation as currently in effect and as may be amended from time to time, including applicable provisions of Florida's public records and public meeting laws. The Foundation further agrees not to discriminate in any manner on the basis or sex, sexual orientation, gender identity, gender expression, veteran status, race, creed, age, color, national origin, religious belief or disability, as provided by law and to comply with all non-discriminatory laws and policies that the University promulgates and to which the Foundation is subject.
- 13.2 The Foundation will maintain a confidential and anonymous mechanism to encourage employees to report any inappropriateness within the entity's financial management and will not punish or retaliate against any employee for recording problems.

14.0 Notice.

Any notice to either party hereunder must be in writing signed by the party giving it, and shall be deemed given when mailed postage prepaid by U.S. Postal Services first class, certified, or express mail, or other overnight mail service, or hand delivered, when addressed as follows:

To the University:
Florida A&M University
Office of the President
Lee Hall, Suite 400
Tallahassee, FL 32307

Attn: University President

To the Foundation:
Florida A&M University Foundation, Inc.
Executive Director

Attn: Chair of Board of Directors

Or to such other addressee as may be hereafter designated by written notice. All such

notices shall be effective only when received by the addressee.

15.0 General Provisions.

- 15.1 This Agreement shall not be assigned or otherwise transferred by the Foundation without the prior written consent of the University.
- 15.2 The delay or failure of either Party to exercise any of its rights under this Agreement for a breach thereof shall not be deemed to be a waiver of any subsequent breach either of the same provision or otherwise.
- 15.3 The terms of this Agreement are severable such that if any term or provision is declared by a court of competent jurisdiction to be illegal, void, or unenforceable, the remainder of the provisions shall continue to be valid and enforceable.
- 15.4 This Agreement shall be construed, governed, and interpreted in accordance with Florida law.

IN WITNESS WHEREOF, the authorized representative(s) of the University and the authorized representative(s) of the Foundation have executed this Agreement on this _____ day of _____ 2014.

Chair
Florida A&M University Board of Trustees

Date: _____

Chair
Florida A&M University Foundation, Inc.
Board of Directors

Date: _____

President
Florida A&M University Board of Trustees

Date: _____

Executive Director
Florida A&M University Foundation, Inc.

Date: _____

Approved as to form.

University Attorney



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

Direct Support Organizations Committee

Date: Wednesday, December 3, 2014

Agenda Item: VII. A.

Subject: Update on Divisional Activities: University Advancement & BOT Goals

Summary: We are continuing to focus efforts on the Division's Strategic Goal: Enhance Institutional Fundraising and its assigned goal of \$5.5MM. University Advancement has experienced an exceptional resurgence of support and participation.

This year, we have worked in partnership with a league of alumni and board volunteers helping to fundraise for the President's Inauguration and Scholarship Gala, the \$10 for 10 Giving Campaign, as well as an extraordinary multimillion dollar alumni gift and six-figure bequests. Thus, giving to Florida A&M University has increased by 78% over last year. Equally impressive has been the surge in donor participation—especially among our Alumni. To-date, the University has been the beneficiary of over 4,000 donors which is a 197% increase in donors over last year this time and is a 48% increase in the total number of donors last fiscal year.



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

Direct Support Organizations Committee

Date: Wednesday, December 3, 2014

Agenda Item: VII.B.1

Subject: Update on Divisional Activities: Foundation Operations

Summary: Overview of the operations audit findings for the audit completed, November 14, 2014.

Report on the Fall 2014 Foundation Board of Directors Meeting that was held in Orlando, Florida, from Thursday, November 20th through Saturday, November 22nd.

Foundation staff continues to work with CBRE, Inc. to build out and market commercial space in the Foundation building. Currently there are six prospective tenants in various stages of evaluating the Foundation's facilities.



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

Direct Support Organizations Committee

Date: Wednesday, December 3, 2014

Agenda Item: VII.B.2

Subject: Update on Divisional Activities: FAMU Foundation, Inc. - Investments

Summary: Investment Returns for the Period Ended September 30, 2014:

	FYTD – 7/1/14 – 9/30/14	3 Months – 7/1/13 - 9/30/13
Investment Returns	-1.27%	5.30%
Composite Benchmark	-0.47%	4.55%
Investment Goal	2.13%	2.13%

Fiscal Year to Date (FYTD) total investment portfolio returns of negative 1.27% underperformed both the portfolio’s composite benchmark returns of negative 0.47%, and the portfolio’s investment goal of 2.13% for the 3 months that ended September 30, 2014. Negative returns were seen across all asset classes, except for hedge funds, which posted FYTD returns of 0.45% that outperformed benchmark returns of 0.38%. The underperformance of total portfolio returns against the composite benchmark is primarily the result of equity investments with returns of negative 2.37% that trailed benchmark returns of negative 1.73%. Fixed income returns of negative 0.54% outperformed benchmark returns of negative 1.52%. Also, real asset returns of negative 1.24% underperformed against benchmark returns of 0.25%. Overall, portfolio performance has been impacted by a significant amount of volatility in the markets.

Comparison of Investment Returns for Trailing 12 Months to Prior Years:

For the Trailing Twelve Months Ending:	9/30/14	9/30/13	9/30/12
Investment Returns	8.90%	11.67%	14.12%
Composite Benchmark	9.78%	11.62%	14.16%
Investment Goal	8.50%	8.50%	8.50%



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

Direct Support Organizations Committee

Date: Wednesday, December 3, 2014

Agenda Item: VII. C.

Subject: Update on Divisional Activities: Alumni Affairs

Summary: Per the recommendation of FAMU President, Dr. Elmira Mangum, Alumni Affairs has chartered its First International Alumni Chapter, the West Africa Native Land Chapter, based in Nigeria. It is the first international chapter to be chartered since the National Alumni Association was founded in 1901.

A campaign to raise critical dollars for the FAMU Athletic Department was launched this fall. Leadership of the FAMU National Alumni Association, The National Rattler "F" Club, the FAMU Boosters, The 220 Club, The Special Edition Club, and other community organizations who desire to increase athletic funding, are engaging in weekly conference calls to garner support for this million dollar initiative which is scheduled to culminate by Homecoming 2015.

These dollars will support four initiatives:

- Field House
- Travel for Athletes
- Golf
- Tennis



**Florida Agricultural and Mechanical University
Board of Trustees
INFORMATION ITEM**

**Direct Support Organizations Committee
Date: Wednesday, December 3, 2014
Agenda Item: VII. D.**

Subject: Update on Divisional Activities: Rattler Boosters

Summary: The Rattler Boosters hosted the Annual Fall Football Kick-Off that was attended by President Elmira Mangum who addressed the sell-out crowd. The Rattler Boosters presented the Marching 100 and the FAMU football teams with checks for participating.

The Rattler Boosters managed the designated campus parking lots for football game day parking for Booster usage and for general admission.

The Rattler Boosters' hosting of the pre-games, within the Fang Café, has spurred some Boosters to give at a higher membership level. An evaluation is being performed to determine actual growth and motivation factors.

Added BlueBelle ice cream as a corporate sponsor.

BOOSTER INITIATIVES

Investigating plan to expand the Rattler Radio Sports Network that will allow for increased marketing opportunities with broadcasts in additional locales. With the expansion of the RSN, the cost for the sponsorships would go up depending on the size of the marketing areas acquired.

The Boosters is researching the cost for locker room enhancement to assist in upgrading its appearance and functionality. This initiative will be in support of renovations and enhancements of the field house.