

**FORT VALLEY NATIONAL ALUMNI ASSOCIATION, INCORPORATED  
CONSTITUTION and BYLAWS**

**DRAFT**

**CONSTITUTION**

**ARTICLE I: NAME**

SECTION 1: NAME

The name of this organization shall be the Fort Valley State University National Alumni Association, Incorporated, (subsequently to be referred to as the "NAA").

SECTION 2: The relationship between the Association and FVSU is defined by a memorandum of understanding which grants Cooperative Organization status to the university in accordance with policies of the University of Georgia Board of Regents. The Association shall maintain Cooperative Organization. (See Appendix)

SECTION 3: LOCATION

The principal office and place of business is 1005 State University Drive, Peach County, Fort Valley, GA 31030.

**ARTICLE II: PURPOSE**

The purpose of the NAA is to promote the interest of The Fort Valley State University and to establish mutually beneficial relations between the University and the Alumni.

**ARTICLE III: ORGANIZATION**

SECTION 1: The policy making body of the NAA shall be the Association.

SECTION 2: The administrative division of the Association shall be the Board of Directors.

SECTION 3: The chapters of the Association shall be grouped according to regions.

SECTION 4: The Fiscal year of membership shall be from January 1 to December 31 of the ensuing year.

## **ARTICLE IV: ASSOCIATION**

### SECTION 1: Description of the Association.

- a. The Association shall meet biennially in the summer.
- b. The Association shall be opened to financially active, life, associate and honorary members.
- c. The executive officers of the Association shall be President, Vice President, and Immediate past President, Secretary, Assistant Secretary, Treasurer, and Parliamentarian.
- d. The following are entitled to voting privileges: the Board of Directors and members who have paid annual national dues, and life members.
- e. The quorum for the Association meeting shall be the Board of Directors and three-fourth (3/4) of the registrants at the biennial conference.

### SECTION 2: Powers of the Association

- a) The Association shall have power to organize, constitute and charter chapters and have general supervision over the same; to form new regions whenever warranted by the growth of the Association.
- b) The Association has the sole power to dissolve chapters and expel members.

## **ARTICLE V: THE BOARD OF DIRECTORS**

SECTION 1: The Board of Directors shall have the power to conduct business of the Association when the Association is not in session.

SECTION 2: The members of the Board of Directors shall be the President, Vice President, Immediate Past President, Secretary, Assistant Secretary, Treasurer, Parliamentarian, Ten (10) Regional Representatives (one from each region), and three Members-at-Large.

SECTION 3: Elections should follow the procedures prescribed in the Bylaws. The Parliamentarian and the three Members-at-Large shall be appointed by the President.

SECTION 4: No more than two members of the same chapter shall serve on the Board of Directors.

## **ARTICLE VI: DISTRICTS**

Section 1: The Association shall be divided into ten (10) districts composed of Chapters. Each district shall have a representative on the Board of Directors.

## **ARTICLE VII: CHAPTERS**

Section 1: Each chapter shall have the power to select its own members, subject to the rules and regulations of the NAA.

Section 2: Each chapter shall have the power to make its own Bylaws. These Bylaws must not conflict with the *Constitution and Bylaws* of the NAA.

### **Article VIII: ADMENDING THE CONSTITUTION**

The Constitution shall be amended by the following procedure

- a) Any chapter, member or life member requesting to amend the *Constitution* shall forward the proposed change in writing to the Secretary and to the Parliamentarian, postmarked no later than January 15, preceding the biennial conference of the Association for consideration.
- b) The proposed change shall be read and discussed at the regular meeting of the Association in May.
- c) Following the regular meeting that the proposed constitutional amendments shall have been read, the proposed changes shall be circulated to chapters no later than April 30, prior to the next annual meeting of the Association.
- d) The *Constitution* may be amended by a two-third (2/3) vote of those entitled to vote and present at annual conference.

# BYLAWS

## ARTICLE I: OFFICES, DUTIES, RESPONSIBILITIES and ELIGIBILITY

SECTION 1: The ELECTED OFFICERS of the NAA shall be: President, Vice President, Immediate Past President, Secretary, Assistant Secretary, Treasurer, and the appointed Parliamentarian. The elected and appointed officers shall be called the Executive Committee.

### SECTION 2: PRESIDENT

1. The President is the principal executive officer of the Association and shall preside over all meetings of the Board of Directors, regular and called meetings of the Association. The President shall:
  - a) Conduct all meetings in accordance with the NAA Constitution and Bylaws and Roberts Rules of Order, Newly Revised
  - b) Appoint the Parliamentarian, all standing and special committees and may serve as an ex-officio member of all committees except the nominations committee.
  - c) Work with the Secretary in the development of the agenda for the meetings.
  - d) Responsible for communicating the NAA mission, goals and committee objectives to members of the NAA Board and other alumni, staff, administration, faculty, and students as well as inspire and motivate alumni to find innovative ways to help the NAA succeed.
  - e) Direct the duties of the other officers and chairs the executive committee.
2. A candidate for President must:
  - a) Be financially active with the National Alumni Association, Inc. for a minimum of three consecutive (3) years prior to becoming a candidate for president;
  - b) Have held an elected position at the national or chapter level;
  - c) Must have attended at least one national conference within three (3) consecutive years prior to his/her candidacy;
  - d) Must have attended two annual meetings within three (3) consecutive years prior to his/her candidacy.

### SECTION 3: VICE-PRESIDENT

1. The Vice-President shall assist the President with his or her duties, when requested, and to be responsible for such duties as are delegated or assigned by the President or the Executive Committee. The Vice-President shall:
  - a) Have the authority of the president at any regular or called meeting when the president is absent.
  - b) Serve on the Nominating Committee.
2. A candidate for Vice-President must:
  - a) Be financially active with the National Alumni Association, Inc. for a minimum of three consecutive (3) years prior to becoming a candidate for vice-president;
  - b) Have held an elected position at the national or chapter level;

- c) Have attended at least one national conference within three (3) consecutive years prior to his/her candidacy;
- d) Have attended two annual meetings within three (3) consecutive years prior to his/her candidacy.

#### SECTION 4: SECRETARY

1. The Secretary shall oversee the proper recording of proceedings of meetings of the Association, Executive Committee and Board of Directors. The Secretary shall:
  - a) Handle all correspondence for the Association as directed by the President;
  - b) Be prepared to read the Minutes whenever the president calls for or authorizes such action.
  - c) Place minutes of the NAA, Executive Committee and Board of Directors electronically on the Alumni website and stored in the Alumni Office for public review within thirty (30) days after the meeting on the National Alumni website. Those minutes, with attachments, shall also be archived and electronically stored in the Office of Administrative Assistant of the NAA.
  - d) Maintain records of the Association as appropriate.
2. A candidate for Secretary must:
  - a) Be financially active with the NAA for a minimum of three consecutive (3) years prior to becoming a candidate for Secretary.
  - b) Possess good communicative, organizational and technological skills.
  - c) Have attended at least one national conference within three (3) consecutive years prior to his/her candidacy;
  - d) Have attended two annual meetings within three (3) consecutive years prior to his/her candidacy.

#### SECTION 5: ASSISTANT SECRETARY

1. The Assistant Secretary shall:
  - a) Assist the secretary as needed and serve in the absence of the Secretary.
  - b) Assume the office of the secretary in the event the Secretary is unable to carry out the duties and responsibilities during the term of office.
2. A candidate for Assistant Secretary must:
  - a) Be financially active with the National Alumni Association, Inc. for a minimum of three consecutive (3) years prior to becoming a candidate for Assistant Secretary.
  - b) Possess good communicative, organizational and technological skills.
  - c) Have attended at least one national conference within three (3) consecutive years prior to his/her candidacy;
  - d) Have attended two annual meetings within three (3) consecutive years prior to his/her candidacy.

## SECTION 6: TREASURER

1. The Treasurer shall:
  - a) Be responsible for reporting the status of all funds of the Association to the Board of Directors and to the Association at its biennial meetings or whenever requested by the the Association.
  - b) Accurately maintain all financial records of the Association in a safe and secure place.
  - c) Be bonded through an insurance bonding agency.
  - d) Receive and give an account for all monies payable to the Association.
  - e) Accurately record receipt of chapter dues, assessments and funds to the Association.
  - f) Work in partnership with Committees and the Association to plan a budget for programs and activities.
  - g) Rent a safe deposit box as the Board of Directors designate.
  - h). With the Board of Directors, secure an outside auditing firm to audit all financial records prior to transferring the book to the new Treasurer.
  - i) Post the financial report electronically on the Alumni Website and stored in the Alumni Office for public review within thirty (30) days after it is made to the Board of Directors.
  
2. A candidate for Treasurer must:
  - a) Be financially active with the NAA for a minimum of three consecutive (3) years prior to becoming a candidate for Assistant Secretary.
  - b) Possess good communicative, organizational and technological skills.
  - c) Have attended at least one national conference within three (3) consecutive years prior to his/her candidacy;
  - d) Have attended two annual meetings within three (3) consecutive years prior to his/her candidacy.
  - e) Have some basic knowledge of accounting and possess data processing skills.

## SECTION 7: PARLIAMENTARIAN

The Parliamentarian shall:

- a) Be appointed by the President of the NAA.
- b) Advise the President of the correct rules of order and with the intent to help insure the orderly progress of meetings and the fair and equitable treatment of all participants.
- c) Be financial and in good standing with the Association for a minimum of two years prior to appointment.

## SECTION 8: MEMBERS-AT-LARGE

The Members-at-Large responsibilities and roles shall include:

- a) Promote the Association mission and purpose.
- b) Serve as an Advocate for the Association and is a committed volunteer.
- c) Recruit and orient new members.
- d) Attends Alumni Association events including general membership meetings, Executive Committee meetings and fundraising events.
- e) Perform other duties as required by the Board of Directors.

- f) Be financially active and in good standing prior to appointment

#### SECTION 9: DISTRICT REPRESENTATIVE RESPONSIBILITIES

Each district shall elect one district representative who will serve as liaison between Chapters in his/her representative districts and the President of the Association and the Board of Directors. The District Representative shall:

- a) Assist in establishing new Chapters and revitalizing existing Chapters.
- b) Assist Chapters in coordinating fundraising and recruiting activities.
- c) Cooperate with the Treasurer of the Association in monitoring bank accounts of local Chapters in his/her district.

#### SECTION 10: The BOARD OF DIRECTORS

The Board of Directors shall consist of the Executive Committee, Ten (10) district representatives (one elected from each geographic district), and Three (3) Members-at-Large (appointed by the President), and the Administrative Assistant. The BOD shall manage and control the affairs and funds of the Association as follows:

- a) Develop a program of work for the Association in keeping with its purposes.
- b) Develop and recommend itemized annual budget.
- c) Provide for the safekeeping and proper investment of funds of the Association.
- d) Conduct and evaluate an annual review of services rendered to the FVSU NAA, Inc.
- e) Meet a minimum of two times a year: once prior to the spring commencement weekend, and once prior to the annual meeting.
- f) A simple majority (Fifty {50%} percent plus one) of the BOD present shall constitute a quorum.

### **ARTICLE II: GOVERNANCE and POWERS**

The governing body of the Fort Valley State University National Alumni Association, Inc., shall be the "**Association**". The Association shall consist of a Board of Directors and an Executive Committee. The powers of these committees shall be derived from the "Association".

SECTION 1: The Association is the decision making body of the NAA. The Association shall:

- a) Be composed of all Active members gathered at a "Business Meeting" (Article IX).
- b) Hold a Business Meeting of the Association either scheduled or called according to the Bylaws (Article X).
- c) Make laws and policies for the governance of the NAA.
- d) Established a Board of Directors to ensure that the will of Association is carried out.

## Section 2: The Board of Directors

- a) The Board of Directors (BOD) shall be comprised of: President, Vice President, Immediate Past President, Secretary, Assistant Secretary, Treasurer, Parliamentarian, Administrative Assistant of Alumni and Career Services, Ten (10) District Representatives (one elected from each geographic district), and Three (3) Members-at-Large (appointed by the President).
- b) The duties of the BOD are to ensure the actions of the Association are carried out.
- c) The BOD shall be invested with the policy making decision in the interim of The Association meetings, and, when it is in the best interest of the NAA, the University and its membership, however, such decisions cannot override or overlook the decisions of The Association unless by 75% vote of the BOD.
- d) The BOD shall have complete authority over the operations of the FVSU NAA and shall appoint or eliminate committees as necessary for the successful operations of the NAA.
- e) Elected Officers shall be installed at the biennial conference and shall serve for a term of two years.
- f) The term of office shall commence on January 1 to comply with the fiscal year, auditing, transitioning, and planning a program of work for the administration and Association.
- g) The BOD shall meet a minimum of two times a year: once prior to the spring commencement weekend and once prior to the annual meeting.

SECTION 3: The Executive Committee is an outgrowth of the BOD and shall consist of: the President, Vice President, Immediate Past President, Secretary, Assistant Secretary, Treasurer, and Parliamentarian.

- a) The Executive Committee shall be the elected officers of the NAA. They shall be part of the BOD (Bylaws Article I, Section 1).
- b) The duties of the Executive Committee are to oversee the day to day operations of the FVSU NAA and to implement policies and procedures as necessary for the successful operations of the NAA.
- c) The Executive Committee works under the authority of the BOD
- d) The Executive Committee shall report its activities to the BOD at least quarterly. Be responsible for carrying out the mandates of the Association and the Board of Directors.
- e) The Executive Committee shall meet a minimum of two times a year.

## **ARTICLE III: VOTING PRIVILEGES**

Only those persons who have paid annual national dues or are a life member are eligible to vote for elected officers and District Representatives.



## **ARTICLE IV: FISCAL YEAR**

The fiscal year of membership of the NAA shall be January 1, through December 31. All annual financial statements shall be made in accordance.

## **ARTICLE V: ELECTIONS, TERM of OFFICE, VACANCIES AND RESIGNATIONS**

SECTION 1: Members of the Board of Directors shall be elected by ballot at an biennial conference of the National Alumni Association. Subject to the approval of the Board, the President shall appoint the Parliamentarian and the Members-at-Large (3).

- a) Whenever an office has only one candidate, the presiding person can declare that the candidate is officially elected by unanimous consent or by acclamation, thus eliminating the need to include that office on the ballot.
- b) A candidate must received a majority ( $\{50\%$  fifty percent plus one) of the votes cast in order to be elected.
- c) If an election does not occur on the first ballot, the two candidates receiving the highest number of votes shall be placed on a subsequent ballot (See B above).

SECTION 2: The term of office of each member of the Board shall be two (2) years, beginning with the date of installation at the annual conference (January 1).

SECTION 3: In case of the unexpired term of the President, the Vice-President shall fill the vacancy. The Board, at its next meeting, shall appoint an interim Vice-President to fill the vacancy. An election will be held at the next regular session of the biennial conference.

- a) In case of an unexpired term of the President, Vice-President, at its next annual conference shall appoint an interim Vice President. An election for the office of Vice President will be held at the next annual conference to fill the unexpired term.
- b) In case of an unexpired term of the Vice President occurring during the last year of the term, a President shall be elected at the annual conference.
- c) In case of unexpired terms of all other officers, the President shall appoint members to complete the term, and the appointment shall be confirmed by the Board of Directors.
- d) Any Director or Officer who fails to attend without excuse, two consecutive regular meetings of the BOD, shall be removed from their position by the BOD. Any Director or officer that chooses not to complete his/her term needs to provide a written resignation to the Association.

### SECTION D: NOMINATION FOR OFFICE

2. The Nomination Committee receives the nominations to fill each office.
  - a) Local Chapters shall send in nominations to the chairman of the Nomination's Committee, not earlier than one hundred twenty (120) days, nor less than sixty (60) days prior to the spring commencement meeting.

- b) Any ten members, who are in good financial standing, may submit nominations within the same time frame.
- c) Nominations received within the designated time frame shall appear on the ballot.
- d) Nominations may be made from the floor at the spring commencement meeting.

## **ARTICLE VI: STANDING COMMITTEES**

SECTION 1: The FINANCE COMMITTEE Serves as the advisory committee to the Treasurer and shall provide for sound management of the NAA's assets. The Finance Committee shall:

- a) Review projected revenue and expenses, including the proposed budget and recommend Board action
- b) Plan for annual audit
- c) Review Association's investments

SECTION 2: NOMINATING COMMITTEE

- a) The Nominating Committee shall be comprised of five (5) financial members. The Immediate Past President of the FVSU NAA, Inc., shall serve as chairman of this committee.
- b) The Nominating Committee shall be elected at the annual meeting for the upcoming year.
- c) The Nominating Committee shall present the slate of candidates for officers during the spring commencement meeting.
- d) The Nominating Committee shall verify the eligibility of each nominee distributed for voting.
- e) Voting shall be done by secret ballot at the next annual meeting.

SECTION 3: SCHOLARSHIP COMMITTEE:

- a) The Scholarship Committee shall serve as advisory to NAA scholarship process.
- b) The Scholarship Committee shall be responsible for the development of criteria for scholarship, types of scholarship, nominations and selection.
- c) The scholarship committee shall be responsible for announcing the scholarship recipients for the Association at the various events of the university.

SECTION 4: PLANNING COMMITTEE (Time and Place)

- a) The planning committee shall develop a detailed plan of action for the conference with input from the President and the BOD.
- b) The Planning Committee shall communicate the detailed plans to host committee for the conference and work closely with host committee with the execution of the plan.
- c) The Planning Committee shall submit for consideration time and places for future conferences to the BOD.

## SECTION 5: CONSTITUTION and BYLAWS COMMITTEE

The Constitution and Bylaws Committee shall be responsible for receiving suggestive changes and present such proposed changes to the BOD and at the biennial conference.

## ARTICLE VII: DISTRICTS

SECTION 1: The NAA shall be divided into Districts which will consist of Chapters. Each District shall have one representative, elected by the financial members of that District; and shall serve on the NAA Board of Directors as the Representative, and shall be the **liaison** for all Chapters in that District. Voting for District Representative shall be restricted to member delegates of the individual Districts, providing the nominees meet the same requirements as stated in voting for national officers. The Districts are:

- a) DISTRICT I consists of 1. Athens Area; 2. Atlanta; 3. Columbus; 4. DeKalb County; 5. LaGrange; 6. Meriwether County; 7. Southern Crescent
- b) DISTRICT II consists of: 1. Baldwin; 2. Dublin-Laurens County; 3. Fort Valley Area; 4. Macon/Bibb County; 5. Macon County; 6. Roberta-Crawford County; 7. Taylor County; 8. Warner Robins area; 9. West Central Georgia
- c) DISTRICT III consists of: 1. Albany Area; 2. Americus; 3. Dooly County; 4. Eastman; 5. Fitzgerald; 6. Telfair County; 7. Tift County
- d) DISTRICT IV consists of: 1. Cairo; 2. Camden/Coastal; 3. Golden Isles; 4. Rose City; 5. Valdosta-Lowndes County; 6. Tallahassee
- e) DISTRICT V consists of: 1. DC Capitol Area; 2. Detroit; 3. New England; 4. New Jersey; 5. New York; 6. Ohio; 7. Pennsylvania; 8. Rhode Island; 9. Virginia; 10. Kentucky; 11. West Virginia; 12. Washington DC (DC Metro DC Area); 13. Maryland
- f) DISTRICT VI consists of: 1. Augusta Area; 2. Burke County; 3. Carolinas; 4. Tennessee; 5. Washington County; 6. Savannah
- g) DISTRICT VII consists of: 1. Alabama; 2. Bahamas; 3 Florida (Miami, Palm Beach, Jacksonville); 4. Mississippi
- h) DISTRICT VIII consists of: 1. Arkansas; 2. Illinois; 3. Iowa; 4. Minnesota; 5. Missouri; 6. Wisconsin; 7. New Chapters and Alumni east of Texas, not members of District VIII.
- i) DISTRICT IX consists of: 1. Kansas; 2. Oklahoma; 3. Nebraska; 4. North Dakota; 5. South Dakota; 6. Texas; 7. New Chapters in the Midwestern States

- j) DISTRICT X consists of: 1. Arizona; 2. California; 3. Colorado; 4. Idaho; 5; Montana; 6. Nevada; 7. New Mexico; 8. Oregon; 9. Washington; 10. Wyoming; 11. New chapters on the West Coast; and Alumni therein

## ARTICLE VIII: CHAPTERS

SECTION 1: The FVSU NAA, Inc., shall consist of Alumni Chapters.

- a) Chapters may be established with five (5) or more Alumni and shall include at a minimum the President, Vice President, Secretary, and Treasurer.
- b) Each chapter shall maintain liability insurance to cover all of its yearly programs and activities.
- c) Each new alumni chapter shall adopt Bylaws which are consistent with the Bylaws of the NAA, Inc., within ninety (90) days after being chartered.
- d) The secretary of each alumni chapter shall provide the NAA, Inc. Administrative Assistant with the following information:
  1. Membership data
  2. Financial position
  3. Death of members
  - 4 Chapter Bylaws

### SECTION 2: DISCIPLINE

The Bylaws of the Alumni Chapters shall not be in conflict with those of the NAA, Inc.

- a) An Alumni Chapter or member may be suspended or expelled for failing to abide by the Bylaws of the NAA, Inc.
- e) An Alumni Chapter or member may appeal his/her/its suspension or expulsion to the Board of Directors of the NAA, Inc.
- f) An Alumni Chapter or member may appeal the decision of the Board of Directors to the body (Association) at an Annual Meeting of the FVSU NAA, Inc.

### SECTION 3: POLICIES

- a) It is mandatory for each Chapter to have at least one representative in attendance at the FVSU NAA, Inc. Annual Meeting.
- b) No Chapter shall be allowed to maintain more than \$1,500.00 in its bank account at the end of the calendar year, December 31st, unless given prior approval by the Board of Directors. All requests to maintain balances greater than \$1,500.00 must be submitted to the Board of Directors, in writing, by November 30th of any current year.
- c) A budget for each Chapter shall be submitted to the Senior Director (Executive Secretary) by January 1st of any current year.
- d) National membership dues shall be paid at a date set by the Board for each year.

- e) Fort Valley State University Alumni Chapters are prohibited from participating in partisan politics or supporting political candidates.
- f) Fort Valley State University Alumni Chapters are required to participate in and support all national alumni and university programs and projects.
- g) The NAA Executive Secretary shall be notified, in writing, of all Chapter projects and programs. Each Chapter shall submit its annual program before January 1 of the current year.

#### SECTION 4: CONDUCT

All Alumni Chapters and its members shall conduct themselves in a manner which represents the best interest of the FVSU.

### **ARTICLE IX: MEMBERSHIP**

#### SECTION 1: Members

- a) The NAA shall consist of graduates, former students, current students, and supporters including honorary and associate members.
- b) A member shall be in good financial standing at the national level in order to be an active member of this organization.

#### SECTION 2: Classifications and Requirements for Membership

There shall be four (4) classifications of membership: Active, Life, Associate, and Honorary.

- a) **Active Membership:** Any graduate or former student of The Fort Valley State University or any former institutions, which merged for the establishment thereof, may hold active membership upon payment of fees.
- b) **Life Membership:** Any person who is eligible for active membership may become a life member by paying an amount recommended by the Board and approved by the Association. Once a person becomes a life member, he/she no longer pays national dues. However, he/she shall continue to pay local dues annually, as specified by his or her respective chapter.
- c) **Associate Membership:** Any active member of the association may nominate a person for associate membership. Nominations are to be made to the Executive Secretary for approval by the Association. The nominee must have some connection with The Fort Valley State University other than that of a former student or graduate, and must subscribe to the purposes of the association. An associate member shall have voting privileges, but cannot hold an elective office.

- d) Honorary Membership: Any person other than the one who qualifies for active membership, and who has made a significant contribution to the institution or NAA. Nominations are to be made to the Executive Secretary and approved by the Association.

## **ARTICLE X: MEETINGS**

SECTION 1: The NAA may meet three times a year. There shall be two "regular meetings" and one "biennial meeting".

- a) The Regular Meetings shall be held at a time and place as designated by the board. One meeting shall be during Spring Commencement and one may be during Homecoming.
- b) The "Biennial Meeting" shall be held at a time and place as designated by the board.
- c) The Business Meeting is a meeting of the Association either scheduled or called according as deemed by the Board of Directors.

SECTION 2: REPRESENTATIVES to the ANNUAL MEETING

- a) Every Chapter must have representation at the biennial meeting of the Association.

## **ARTICLE XI: FINANCES**

SECTION 1: The Dues for the membership shall be paid annually to the NAA as legislated by the NAA.

- a) The Dues of any Chapter shall be set by a majority vote of the membership of the Chapter. All Chapters are required to pay to annual fees to the FVSU NAA. The Chapter fees shall be recommended by the Board of Directors and approved by the NAA.

SECTION 2: FISCAL YEAR

- a) The fiscal year of the NAA shall be January 1, through December 31. All annual financial statements shall be made in accordance to GAAP.

## **ARTICLE XII: RECORDS and REPORTS**

Records and reports of the Association shall be maintained in a designated location at the university. All records of the Association shall be archived.

### **ARTICLE XIII: PARLIAMENTARY AUTHORITY**

The Parliamentary authority shall be as provided in the current edition of Robert's Rule of Order (newly revised) and shall govern the National Alumni Association and the proceedings of all meetings in all cases to which they are applicable and in which they are not inconsistent with these bylaws and special rules of order the Association may adapt. Unless provided otherwise by the parliamentary authority or by these laws all elections and question shall be decided by a majority of votes' cast. Except as otherwise herein provided, the parliamentary authority to prevail shall be Roberts Rules of Order, Newly Revised.

### **ARTICLE XIV: QUORUM**

A quorum is defined and established when a simple majority ({50%}Fifty Percent plus one) of the members of the BOD for any official meeting, as well as majority of members of the Executive Committee, NAA membership meeting.

### **ARTICLE XV: AMENDMENTS**

SECTION I: Amendments to the Bylaws shall be submitted at the annual meeting.

SECTION 2: The proposed amendments shall be submitted in writing to the BOD at least ninety (90) days before the annual meeting and to the Chapters and membership thirty (30) to forty five (45) days before the annual meeting.

SECTION 3: The presenter of the amendment shall present the proposal in the proper format described in the current edition of Robert's Rules of Order with the following information: Name of maker, chapter of the maker, the current statement, the proposed amendment, and the rationale for the change.

### **ARTICLE XVI: DISSOLUTION**

Upon the dissolution of a chapter, the records and all of the funds shall be vested to the Association by the remaining officers and the district representative.