

# **Bowie State University National Alumni Association, Inc.**

## **Constitution & Bylaws**

*Last Revised: August 6, 2013*



## REVISION HISTORY

<b>Author</b>	<b>Description of Change</b>	<b>Ratified Date</b>
Weyden Wedderburn	Amendment to Constitution	August 6, 2013
Weyden Wedderburn	Amendment to Bylaws	August 6, 2013
Remeta Johnson-Williams	Amendment to Constitution	June 25, 2011
Remeta Johnson-Williams	Amendment to Bylaws	June 25, 2011

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# BSUNAA – CONSTITUTION

## ARTICLE I – NAME

The corporate name of this organization is the Bowie State University National Alumni Corporation, Inc. (hereinafter referred to as the Corporation, the Parent Body Corporation, or Association) whose administrative office is located in Bowie, Maryland.

## ARTICLE II – STATEMENT OF PURPOSE

The specific and primary purpose of the Bowie State University National Alumni Association, Inc. are (1) to advance the cause of education, (2) to establish a mutually beneficial relationship between Bowie State University and the National Alumni Association, Inc., (3) to financially aid students who wish to attend Bowie State University, and (4) to financially aid Bowie State University.

Definition when used in this Constitution and Bylaws hereinafter shall have these meanings:

**Vetting** and **Vetted** is to evaluate criteria of a member who is under consideration for possible approval or acceptance of an appointment, position or role.

**Good Standing** is a member who has paid current year national membership dues and has no outstanding obligations to the association; with the exception of first year graduates who automatically receive one-year free membership.

**Signature Authority** is a member who has been appointed and approved in their official responsibility to affix their signature to documents on the behalf of the Corporation.

## ARTICLE III – MEMBERSHIP

All persons having attended Bowie State University, formerly Bowie State College, Maryland State Teachers College, Bowie Normal School #3, Maryland Normal School for Colored Youth, shall be entitled to membership in this corporation. Membership includes four classifications:

**Active** – Those having paid the required dues.

**Life** – Those having paid the life membership fee in full.

**Honorary** – The Board of Directors upon approval by the General Body may bestow honorary membership upon friends of the Corporation. Honorary members shall have discussion privileges but no voting power and may not hold office.

**Associate** – Associate members have commitment, interaction and/or connection (friend/spouse of alum, etc.) with BSU other than that of former student and subscribe to the purposes of the Corporation.

# BSUNAA – CONSTITUTION

## ARTICLE IV – GOVERNANCE

**Officers** – The following elected Executive Offices shall be the President, First Vice President, Second Vice President, Treasurer, Recording Secretary, Corresponding Secretary, and Financial Secretary; and three appointed officers, the Parliamentarian, Chaplain, and Historian. The Parliamentarian, Chaplain, and Historian shall be appointed by the President and will be vetted and approved by the Executive Board.

**Board of Directors** – There shall be a Board of Directors comprised of the elected and appointed officers of the Corporation, President of all organized chapters, the President of the University, the President of the Senior Class, and the President of the Student Government.

### Section A – Duties of Officers

#### The President shall:

1. Be the Chief Executive Officer of the Corporation.
2. Develop the agenda and preside over all meetings of the Corporation and the Executive Board. The President may delegate this function to the Vice President.
3. Appoint committee chairpersons, who will be vetted through Executive Board for approval, and appoint and delegate responsibilities to the committees.
4. Be an ex-officio member of all standing and special committees, except the nominating committee.
5. Act as the official representative of the Corporation presenting the views of the Association to the University and the general public; subject to vetting through Executive Board and Board of Directors.
6. Represent the Corporation at University and at any public venue which requires alumni representation alumni representation.
7. At the conclusion of his/her term of office and during the administration of his/her successor, assume the office of second Vice President of the Association and perform such duties as assigned from time to time by the Executive Board.
8. Support fundraising activities.
9. Serve as the Executive Representative on the Bowie State University Foundation Board of Directors; provide official reports from the Bowie State University Foundation meetings. These reports shall be maintained in the Corporation's office for public inspection.
10. Assist with the development of corporate and university relations that will prove mutually beneficial for the Corporation and the University.
11. Serve as the liaison and signature authority in conjunction with the Treasurer of the Corporation's financial accounts held by the Bowie State University Foundation.
12. Serve as Signature authority in conjunction with the First Vice President and Financial Secretary for the Corporation's approval of any purchase.

## **BSUNAA – CONSTITUTION**

### **The First Vice President shall:**

1. The First Vice President will preside in the absence of the President assuming all his/her powers and duties.
2. Serve as Ex-Officio member of the Membership Committee
3. Serve as Director of the organization of local chapters and chapter's liaison.
4. Assist with the public relations efforts of the Corporation in conjunction with President.
5. Assist with chapter development, reactivation, and establishment of new chapters in targeted areas.
6. Shall be an authorized signature approver in conjunction with the President, Financial Secretary, and Treasurer for the Corporation's financial accounts held by the Bowie State University Foundation.
7. Shall be an authorized signature authority in conjunction with the President and Financial Secretary for the Corporation's approval of any Purchase Request.

### **The Second Vice President shall:**

Be the official title of the past immediate President. This Executive Officer shall serve as a resource person for the Corporation.

### **The Recording Secretary shall:**

Keep a ledger; take minutes on the proceedings of the various committees, and all matters concerning which a record shall be deemed advisable by the Corporation. The Recording Secretary will keep a file of approved minutes and reports, communication received copies of letters sent, roster of members, committees, officers, association representatives, and other personnel.

### **The Corresponding Secretary shall:**

1. Send out all notices of general and special meeting of the parent body and Executive Committee
2. Send letters of thanks to speakers, guests, etc.
3. Send reminders to members assigned special duties.
4. Notify persons and committees affected by action taken.
5. Place dates decided upon the calendar.
6. Enter new policies in policy file
7. Maintain supply of stationary and letterheads.
8. Answer correspondences promptly.

### **The Financial Secretary shall:**

1. Receive all monies or monetary instruments of the Corporation, issue receipts, keep monetary records, also deposit monies or monetary instruments collected monetary instruments with the Treasurer in the name of the Corporation; safeguard collected

## **BSUNAA – CONSTITUTION**

- monetary instruments in locked area and make weekly deposits.
2. Provide Treasurer with a report of all monetary instruments “collected” and “deposited”, and all original deposit slips in the name of the Corporation monthly
  3. Restrictively endorse collected checks, cashier checks, and money orders –“For deposit only” upon receipt.
  4. Prepare and present monthly and annual financial reports to the Board of Directors.
  5. Authorized signature approver in conjunction with the President, First Vice President, and Treasurer for the Corporation financial accounts held by the Bowie State University Foundation.
  6. Shall be an authorized signature in conjunction with the President and Vice President for the Corporation’s approval of any Purchase Request.
  7. Be bonded in such amount as the Board of Directors shall determine.

### **The Treasurer shall:**

1. Serve as Chairperson of the Budget and Planning Committee.
2. Receive all monies from the Financial Secretary and shall provide a monthly report of all monetary instruments collected and deposited in the name of the Corporation monthly.
3. Be the Executor of the Corporations Bank accounts and execution of checks.
4. Disburse monies and funds according to the approved budget and approved programs and activities.
5. Keep separate records of various funds and maintain bank accounts and statements in the name of the Corporation; and reconcile bank statements monthly.
6. Process all approved Purchase Request; documenting purchase request number, check number and accounting codes.
7. Prepare and present regular monthly financial statements and reports to the Board of Directors and the general body.
8. Act as the liaison and signature authority in conjunction with the President for the Corporation financial accounts held by the Bowie State University Foundation.
9. Be bonded in such amount as the Board of Directors shall determine.

### **The Chaplain shall:**

Invoke the Divine Aid for the Corporation at the Executive Board, Board of Director, and general meetings. Provide spiritual support and intercession on the behalf of the Corporations.

### **The Parliamentarian shall:**

Assist in the Corporation’s drafting and interpretation of bylaws, rules of order; and assist in planning and conduct at meetings.



## **BSUNAA – CONSTITUTION**

### **The Historian shall:**

Document and organize Corporation's records, not limited to operational guides and agreements involving the corporation. Act as the Corporation's Archivist.

### **Section B – Board of Directors**

Be responsible, in conjunction with Executive Board, for establishing policies, plans, and procedures for the Corporation.

### **Section C – Executive Board**

The officers shall constitute the Executive Board, which shall generally manage the business and affairs of the Corporation under the direction of the Board of Directors; except in the event that such action:

- (i) is not inconsistent with this constitution or with any bylaw or resolution that supplements it;
- (ii) This Constitution may be amended by two-thirds vote of those members voting in any general session, provided that notice of the intention to amend and the amendment shall have been presented in writing to all members at least 30 days prior to the meeting in which the vote is to be taken.

## **ARTICLE V – AFFILIATION**

This Corporation shall maintain affiliation with the professional organizations deemed helpful or beneficial to the Corporation. The Board of Directors shall recommend such groups to the general body for appropriate action.

## **ARTICLE VI – RULES OF AMENDING**

### Section A

Amendments to the Constitution may be offered by a majority of the Board of Directors or by ten percent of the active members.

### Section B

This Constitution may be amended by two-thirds vote of those members voting in any general session, provided that notice of the intention to amend and the amendment shall have been presented in writing to all members at least 30 days prior to the meeting in which the vote is to be taken.

# BSUNAA – BYLAWS

## ARTICLE I – RULES OF ORDER

Robert's Rules of Order (newly revised) shall be authority on all questions of procedures not specifically stated in the Constitution and By-laws and govern all proceedings of any regular or special meeting.

## ARTICLE II – BOARD OF DIRECTORS

### Section A

It shall be the duty of this Board to conduct the business of the Corporation.

### Section B

A quorum for any decision(s) or act(s) shall be the majority of the Board of Directors; and the decision(s) and act(s) taken by the majority shall be deemed official.

### Section C

The Board of Directors may invite to the monthly board meeting, the Chairperson of a Standing Committee, when the business to be discussed at the meeting concerns the work of that committee, but such Chairperson will have no vote in the matters to be voted on by the Board of Directors.

## ARTICLE III – ELECTION OF OFFICERS

### Section A – Qualifications

Any member seeking a National Executive Office:

1. Must hold a degree from Bowie State University
2. Must have graduated at least three (3) years prior to the election
3. Must be a dues paying member in good standing
4. Demonstrated engagement and support of the university's programs

Addition to: Any member seeking Presidency:

1. Must have graduated at least three (3) years prior to the election.

### Section B – Officers

The members of the Association shall elect the officers biennially, in even numbered years, by ballot. The vote of the members shall be conducted by mail using a ballot developed by the Nomination Committee. The candidate for each office who received the greatest vote total shall be elected to that office. All Association members in good standing shall be eligible to vote. Election results shall be tabulated and the results must be published within thirty (30) days of the tabulation.

### Section C – Vacancies

In the event of a vacancy in the Office of the President, the First Vice President shall succeed to the Office of the President, and shall serve until the expiration of the current term. In the case of concurrent vacancies in both the Presidency and the First vice Presidency, the Executive Committee by a majority vote shall appoint an Acting President and First Vice President who will serve until the expiration of the current term. In the case of a vacancy in any other national office,

## **BSUNAA – BYLAWS**

the President shall appoint a successor, with approval by a majority vote of the Executive Committee, who will serve until the expiration of the current term.

### **ARTICLE IV – VACANCIES**

Vacancies in office shall be filled by the Board of Directors. These appointees shall serve the unexpired term of office.

### **ARTICLE V – STANDING COMMITTEES**

#### Section A

The Program and Planning Committee will be composed of the Board of Directors. This committee will be responsible for planning appropriate alumni activities, fundraisers and programs.

#### Section B

The Constitution and Bylaws Committee will be composed of members appointed by the President with the approval of the Board of Directors. This committee shall stand ready to make changes as considered necessary by the Board of Directors, of Parent Body. The committee will oversee the Constitution and Bylaws amendments at the general session in which the votes are taken.

#### Section C

The Public Relations and Marketing Committee will be responsible for the branding and promotion of the Corporation to generate a favorable public image by producing press releases and public relations campaigns to advance the vision and mission of the corporation.

#### Section D

The Membership and Outreach Committee shall be composed of the First Vice President, Office of Alumni Relations and members appointed by the Board of Directors. This committee shall be responsible for developing and implementing an annual plan to increase the membership of BSUNAA, Inc.; recruit and retain members and promote awareness of membership and benefits.

#### Section E

The Nomination and Election Committee shall seek out and encourage qualified persons to become nominees for office. This committee shall prepare and submit ballots forty-five (45) days prior to the general session. This committee shall be appointed by the Board of Directors on or before its January meeting.

#### Section F

The Budget and Planning Committee will be composed of the Treasurer, who shall be the Chairperson, and members of the Association. This committee provides practical and professional evaluations and recommendations through financial, operational and compliance audits. This committee shall conduct an evaluation of the Corporation's financial and budgetary operations; Prepare financial statements for annual tax preparation and audit; Prepare annual operating budget in conjunction with planned program and activities by August meeting, and Recommend policies

## **BSUNAA – BYLAWS**

and procedural changes to the Constitution and By-laws in compliance with State, Federal and University System of Maryland best business practices.

### **Section G**

The Legislative Committee shall be composed of those persons (members) who can address the needs of the University with local, state, and federal governments.

### **Section H**

The Scholarship Gala Committee will produce an annual fundraising event for the purpose awarding scholarship.

### **Section I**

The Scholarship Awards Committee will screen and select applicants in accordance with scholarship criteria and coordinate with the local chapters on scholarship award policies and procedures. Coordinate with local chapters on scholarship award policies and procedures. Scholarship applications will be announced in November on an annual basis.

## **ARTICLE VI – CHAPTERS**

### **Section A**

The Association may have such chapters as the Board of Directors deems most advantageous to the welfare of the parent organization. These chapters are to be known as Chapters of the Bowie State University Alumni Association, Inc.

### **Section B**

A chapter may be formed where there is no existing chapter, or where a chapter is inactive.

### **Section C**

When a chapter has been organized, its secretary shall submit to the Board of Directors complete list of the name and addresses of its members and thereafter any changes as they may occur.

### **Section D**

Each local chapter may adopt a Constitution and By-Laws, which shall be effective upon approval of the Board of Directors.

### **Section E**

Each local chapter through its Executive Board will submit to the Board of Directors membership and annual dues on or before the November meeting.

### **Section F**

Each local chapter, through its Executive Board, will submit to the Treasurer annual financial reports and annual scholarship awards recipients with award amounts included in reports on or before the September meeting. All grants applications are to be directed and approved by the Parent Body. Failure to comply with state and federal rules of disclosure and reporting policies within ninety (90) days due may result in chapter charter suspension or chapter charter revocation.

## **BSUNAA – BYLAWS**

### **ARTICLE VII – REMOVAL FROM OFFICE**

The Board of Directors by a two-thirds vote (of the eligible members) shall have the power to remove from office any member of the Board of Directors for the neglect of duty, conduct unbecoming to such an office, of actions prejudicial to the best interest of the Association, provided that all charges shall be preferred in writing at least thirty days in advance and the accused provided with a copy thereof and given a fair and impartial preliminary hearing including the right be represented by counsel and the right of conformation by the Board of Directors. The Board of Directors shall report its findings, conclusions, and recommendations back to the general body for its consideration and disposition.

### **ARTICLE VIII – REVENUE**

#### Section A

Organized chapters shall be assessed corporation dues in the amount as determined by the Board of Directors. In return for payment, chapters shall receive membership cards for each of their local members.

#### Section B

Annual dues for members not belonging to an organized chapter shall be determined by the Board of Directors.

#### Section C

Dues for life membership shall be determined by the Board of Directors. The amount, however, shall not exceed a sum equal to twenty-five (25) times the amount of annual dues for active membership.

#### Section D

The fiscal year shall be from July to June 30. The auditor's report shall be submitted at the November meeting

### **ARTICLE IX – MEETINGS**

#### Section A

The general session of the National Alumni Association shall be held during the spring/summer at Bowie State University.

#### Section B

The Board of Directors shall meet monthly unless directed otherwise. Time and place are to be determined by the Board of Directors.

#### Section C

The Executive Board shall meet monthly, prior to monthly Board of Directors meeting, unless directed otherwise. Time and place are to be determined by the Executive Officers.

#### Section D

Telephonic meetings -Regular, Executive, and special meetings of the Corporation, the Executive

## **BSUNAA – BYLAWS**

Committee or any committee may be held via teleconference upon the approval of a majority of the members of that body.

### **ARTICLE X – AMENDMENTS**

These By-laws may be amended by a two-thirds vote of those voting in any general session, provided that notice of the intention to amend and the amendment shall have been presented in writing to all members at least one month prior to the meeting in which the vote is to be taken.

# APPENDIX A

## Amendments to the Constitution

June 25, 2011

## **ARTICLE I – NAME**

The corporate name of this organization is the Bowie State University National Alumni Corporation, Inc. (hereinafter referred to as the Corporation, the Parent Body Corporation, or Association) whose administrative office is located in Bowie, Maryland.

## **ARTICLE II – STATEMENT OF PURPOSE**

Definition when used in this Constitution and Bylaws hereinafter shall have these meanings:

**Vetting** and **Vetted** is to evaluate criteria of a member who is under consideration for possible approval or acceptance of an appointment, position or role.

**Good Standing** is a member who has paid current year national membership dues and has no outstanding obligations to the association; with the exception of first year graduates who automatically receive one-year free membership.

**Signature Authority** is a member who has been appointed and approved in their official responsibility to affix their signature to documents on the behalf of the Corporation.

## **ARTICLE III – MEMBERSHIP**

**Active** – Members who have paid the required dues.

**Associate** – Associate members have commitment, interaction and/or connection (friend/spouse of alum, etc.) with BSU other than that of former student and subscribe to the purposes of the Corporation.

## **ARTICLE IV – GOVERNANCE**

**Officers** – The following elected Executive Offices shall be the President, First Vice President, Second Vice President, Treasurer, Recording Secretary, Corresponding Secretary, and Financial Secretary; and three appointed officers, the Parliamentarian, Chaplain, and Historian. The Parliamentarian, Chaplain, and Historian shall be appointed by the President and will be vetted and approved by the Executive Board.

**Board of Directors** – There shall be a Board of Directors comprised of the elected and appointed officers of the Corporation, President of all organized chapters, the President of the University, the President of the Senior Class, and the President of the Student Government.

## **ARTICLE V – DUTIES OF OFFICERS**

## **ARTICLE V – DUTIES OF OFFICERS AND BOARD OF DIRECTORS**



**The President shall:**

1. Be the Chief Executive Officer of the Corporation.
2. Develop the agenda and preside over all meetings of the Corporation and the Executive Board. The President may delegate this function to the Vice President.
3. Appoint committee chairpersons, who will be vetted through Executive Board for approval, and appoint and delegate responsibilities to the committees.
5. Remove line 5.
6. Act as the official representative of the Corporation presenting the views of the Association to the University and the general public; subject to vetting through Executive Board and Board of Directors.
7. Represent the Corporation at University and at any public venue which requires alumni representation.
9. Support fundraising activities.
10. Serve as the Executive Representative on the Bowie State University Foundation Board of Directors; provide official reports from the Bowie State University Foundation meetings. These reports shall be maintained in the Corporation's office for public inspection.
11. Assist with the development of corporate and university relations that will prove mutually beneficial for the Corporation and the University.
12. Serve as the liaison and signature authority in conjunction with the Treasurer of the Corporation's financial accounts held by the Bowie State University Foundation.
13. Serve as Signature authority in conjunction with the First Vice President and Financial Secretary for the Corporation's approval of any purchase.

**The First Vice President shall:**

2. Serve as Ex-Officio member of the Membership Committee
3. Serve as Director of the organization of local chapters and chapter's liaison.
4. Assist with the public relations efforts of the Corporation in conjunction with President.
5. Assist with chapter development, reactivation, and establishment of new chapters in targeted areas.
6. Shall be an authorized signature approver in conjunction with the President, Financial Secretary, and Treasurer for the Corporation's financial accounts held by the Bowie State University Foundation.
7. Shall be an authorized signature authority in conjunction with the President and Financial Secretary for the Corporation's approval of any Purchase Request.

**The Second Vice President shall:**

The Second Vice President shall be the official title of the Past Immediate President. This Executive Officer shall serve as a resource person for the Corporation.

**The Financial Secretary shall:**

1. Receive all monies or monetary instruments of the Corporation, issue receipts, keep monetary records, also deposit monies or monetary instruments collected monetary instruments with the Treasurer in the name of the Corporation; safeguard collected monetary instruments in locked area and make weekly deposits.
2. Provide Treasurer with a report of all monetary instruments “collected” and “deposited”, and all original deposit slips in the name of the Corporation monthly.
3. Restrictively endorse collected checks, cashier checks, and money orders – “For deposit only” upon receipt.
4. Prepare and present monthly and annual financial reports to the Board of Directors.
5. Authorized signature approver in conjunction with the President, First Vice President, and Treasurer for the Corporation financial accounts held by the Bowie State University Foundation.
6. Shall be an authorized signature in conjunction with the President and Vice President for the Corporation’s approval of any Purchase Request.
7. Be bonded in such amount as the Board of Directors shall determine.

**The Treasurer shall:**

1. Serve as Chairperson of the Budget and Planning Committee.
2. Receive all monies from the Financial Secretary and shall provide a monthly report of all monetary instruments collected and deposited in the name of the Corporation monthly.
3. Be the Executor of the Corporations Bank accounts and execution of checks.
4. Disburse monies and funds according to the approved budget and approved programs and activities.
5. Keep separate records of various funds and maintain bank accounts and statements in the name of the Corporation; and reconcile bank statements monthly.
6. Process all approved Purchase Request; documenting purchase request number, check number and accounting codes.
7. Prepare and present regular monthly financial statements and reports to the Board of Directors and the general body.
8. Act as the liaison and signature authority in conjunction with the President for the Corporation financial accounts held by the Bowie State University Foundation.
9. Be bonded in such amount as the Board of Directors shall determine.

**The Chaplain shall:**

Invoke the Divine Aid for the Corporation at the Executive Board, Board of Director, and general meetings. Provide spiritual support and intercession on the behalf of the Corporations.

**The Parliamentarian shall:**

Assist in the Corporation's drafting and interpretation of bylaws, rules of order; and assist in planning and conduct at meetings.

**The Historian shall:**

Document and organize Corporation's records, not limited to operational guides and agreements involving the corporation. Act as the Corporation's Archivist.

**The Board of Directors shall:**

Be responsible, in conjunction with Executive Board, for establishing policies, plans, and procedures for The Corporation.

Section B – Executive Board:

The officers shall constitute the Executive Board, which shall generally manage the business and affairs of the Corporation under the direction of the Board of Directors; except in the event that such action:

- (i) is not inconsistent with this constitution or with any bylaw or resolution that supplements it;
- (ii) This Constitution may be amended by two-thirds vote of those members voting in any general session, provided that notice of the intention to amend and the amendment shall have been presented in writing to all members at least 30 days prior to the meeting in which the vote is to be taken.

**ARTICLE VI - RULES OF AMENDING**

This Constitution may be amended by two-thirds vote of those members voting in any general session, provided that notice of the intention to amend and the amendment shall have been presented in writing to all members at least 30 days prior to the meeting in which the vote is to be taken.

Amendments to the Constitution (June 25, 2011)

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Remeta Johnson-Williams  
Chairperson, Constitution and Bylaws Committee

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Dr. Shirelle Briscoe  
Recording Secretary, BSUNAA

Date of Notice: June 25, 2011

# APPENDIX B

## Amendments to the Bylaws

June 25, 2011

## **ARTICLE I – RULES OF ORDER**

Robert's Rules of Order (newly revised) shall be authority on all questions of procedures not specifically stated in the Constitution and By-laws and govern all proceedings of any regular or special meeting.

## **ARTICLE II – BOARD OF DIRECTORS Section A**

Moved To ARTICLE IV of the Constitution – OFFICERS

### Section B

It shall be the duty of this Board to conduct the business of the Corporation.

### Section C

A quorum for any decision(s) or act(s) shall be the majority of the Board of Directors; and the decision(s) and act(s) taken by the majority shall be deemed official.

### Section D

The Board of Directors may invite to the monthly board meeting, the Chairperson of a Standing Committee, when the business to be discussed at the meeting concerns the work of that committee, but such Chairperson will have no vote in the matters to be voted on by the Board of Directors.

## **ARTICLE III – ELECTION OF OFFICERS**

### Section A – Qualifications

Any member seeking a National Executive Office:

1. Must hold a degree from Bowie State University.
2. Must have graduated at least three (3) years prior to the election.
3. Must be a dues paying member in good standing
4. Demonstrated engagement and support of the university's programs.

Addition to: Any member seeking Presidency:

1. Must have graduated at least three (3) years prior to the election.

### Section B – Officers

The members of the Association shall elect the officers biennially, in even numbered years, by ballot. The vote of the members shall be conducted by mail using a ballot developed by the Nomination Committee. The candidate for each office who received the greatest vote total shall be elected to that office. All Association members in good standing shall be eligible to vote. Election results shall be tabulated and the results must be published within thirty (30) days of the tabulation.

### Section C – Vacancies

In the event of a vacancy in the Office of the President, the First Vice President shall succeed to the Office of the President, and shall serve until the expiration of the current term. In the case of

## Amendments to the Bylaws (June 23, 2011)

concurrent vacancies in both the Presidency and the First vice Presidency, the Executive Committee by a majority vote shall appoint an Acting President and First Vice President who will serve until the expiration of the current term. In the case of a vacancy in any other national office, the President shall appoint a successor, with approval by a majority vote of the Executive Committee, who will serve until the expiration of the current term.

### **ARTICLE V – STANDING COMMITTEES**

#### Section A

The Program and Planning Committee will be composed of the Board of Directors. This committee will be responsible for planning appropriate alumni activities, fundraisers and programs.

#### Section B

The Constitution and Bylaws Committee will be composed of members appointed by the President with the approval of the Board of Directors. This committee shall stand ready to make changes as considered necessary by the Board of Directors, of Parent Body. The committee will oversee the Constitution and Bylaws amendments at the general session in which the votes are taken.

#### Section C

The Public Relations and Marketing Committee will be responsible for the branding and promotion of the Corporation to generate a favorable public image by producing press releases and public relations campaigns to advance the vision and mission of the corporation.

#### Section D

The Membership and Outreach Committee shall be composed of the First Vice President, Office of Alumni Relations and members appointed by the Board of Directors. This committee shall be responsible for developing and implementing an annual plan to increase the membership of BSUNAA, Inc.; recruit and retain members and promote awareness of membership and benefits.

#### Section F

The Budget and Planning Committee will be composed of the Treasurer, who shall be the Chairperson, and members of the Association. This committee provides practical and professional evaluations and recommendations through financial, operational and compliance audits. This committee shall conduct an evaluation of the Corporation's financial and budgetary operations; Prepare financial statements for annual tax preparation and audit; Prepare annual operating budget in conjunction with planned program and activities by August meeting, and recommend policies and procedural changes to the Constitution and By-laws in compliance with State, Federal and University System of Maryland best business practices.

#### Section H

The Scholarship Gala Committee will produce an annual fundraising event for the purpose awarding scholarship.

#### Section I

The Scholarship Awards Committee will screen and select applicants in accordance with

## Amendments to the Bylaws (June 23, 2011)

scholarship criteria and coordinate with the local chapters on scholarship award policies and procedures. Coordinate with local chapters on scholarship award policies and procedures. Scholarship applications will be announced in November on an annual basis.

### **ARTICLE VI – CHAPTERS Section F**

Each local chapter, through its Executive Board, will submit to the Treasurer annual financial reports and annual scholarship awards recipients with award amounts included in reports on or before the September meeting. All grants applications are to be directed and approved by the Parent Body. Failure to comply with state and federal rules of disclosure and reporting policies within ninety (90) days due may result in chapter charter suspension or chapter charter revocation.

### **ARTICLE IX – MEETINGS Section C**

The Executive Board shall meet monthly, prior to monthly Board of Directors meeting, unless directed otherwise. Time and place are to be determined by the Executive Officers.

#### Section D

Telephonic meetings -Regular, Executive, and special meetings of the Corporation, the Executive Committee or any committee may be held via teleconference upon the approval of a majority of the members of that body.



Amendments to the Bylaws (June 23, 2011)

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Remeta Johnson-Williams  
Chairperson, Constitution and Bylaws Committee

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Dr. Shirelle Briscoe  
Recording Secretary, BSUNAA

Date of Notice: June 25, 2011

# APPENDIX C

## Amendments to the Constitution

August 6, 2013

## **ARTICLE IV – GOVERNANCE**

**Officers** - The following elected Executive Offices shall be the President, First Vice President, Treasurer, Recording Secretary, Corresponding Secretary, and Financial Secretary; and three appointed officers, the Parliamentarian, Chaplain, and Historian.

The President shall have the authority to appoint the Parliamentarian, Chaplain, and Historian that meets the following criteria:

1. A member in good standing.
2. The prospective candidate shall attend three consecutive Board of Directors meetings prior to the appointment.
3. The prospective candidate shall be vetted and approved by the Executive Board.

**Committee Chairperson** – The President shall have the authority to appoint the Committee Chairperson that meets the following criteria:

1. A member in good standing
2. The prospective candidate shall attend three consecutive Board of Directors meetings prior to their appointment.
3. The prospective candidate shall be vetted and approved by the Executive Board.

### **SECTION A – Duties of Officers**

**The Financial Secretary shall:**

1. Receive all monies for the Corporation for the sole purpose of making the deposit to the operating business checking account or the saving accounts.
2. Reconcile all deposits made to the operating business checking account or saving accounts with the monthly bank statements.
3. Prepare and present the monthly Financial Secretary report at the Board of Directors meeting. The monthly Financial Secretary report shall include the following:
  - An itemized list of all deposits made to the operating account (checking account) and the savings account. This list shall include the deposit date, the name of the payee and the amount.
  - An itemized list of membership dues received by chapter (if applicable). This list shall include the full name of the member and the amount paid.
  - Any membership dues received by the Foundation.
  - A cumulative balance of all funds deposited to either the checking or the savings account.
4. The Financial Secretary report shall be submitted to the Treasurer no less than seven business days prior to the Board of Directors meeting. This report shall include the original deposit slips documenting the source of each deposit.

## Amendments to the Constitution (August 6, 2013)

5. Serve as one of the approvers with signature authority for purchase request and check request.
6. The Financial Secretary shall be bondable up to the amount determine by the Board of Directors.

### **The Treasurer shall:**

1. Process all funds received and disbursed by the Corporation.
2. Process purchase requests submitted by Board of Directors and Committee Chairpersons.
3. Ensure that disbursements are made in accordance with the guidelines of the Corporation's annual budget.
4. Serve as one of the approvers' signature authority for purchase request and check request.
5. Sign all checks for the Corporation.
6. Work with Committee Chairpersons to ensure that allocated funds are in balance with the annual budget of the Corporation.
7. Ensure timely payments of all bills received by the Corporation.
8. Reconcile monthly bank statements with receipts and disbursements processed during each month of the fiscal.
9. Track and maintain the bank accounts for the Corporation.
  - Develop a monthly Treasurer's Report for the Corporation. This report shall include the following:
    - A cumulative list of all deposits made to the operating account (checking account) during the month. This shall include a list of all account receivables for the month. That is, membership dues, donations, sponsorships, revenue for fundraising activities, etc.
    - A list of all transfers made between checking and savings accounts.
    - A list of all expenses incurred by the Corporation for the month.
    - The beginning and ending balances of all checking and savings accounts for each month.
    - A list of all withdrawals made from checking or savings accounts for the month.
10. Work collaborative with the Financial Secretary to develop monthly financial reports of the Corporation.
11. Present current financial statements at the monthly Board of Directors meetings.
12. Work collaboratively with the Executive Board and Committee Chairpersons to develop the annual budget that includes the projected revenues and expenses for the Corporation. The budget shall be based on a fiscal year ending June 30th and shall be submitted for approval no later than the August monthly Board of Directors meeting.
13. Facilitate the process for conducting an annual audit of the Corporation.

## Amendments to the Constitution (August 6, 2013)

14. Serve as the liaison to the Bowie State University Foundation when dealing with financial matters for the BSUNAA.
15. Work with the selected CPA to file all necessary taxes to ensure that the Corporation remains in good standing with the University of Maryland University System, Internal Revenue Service, and the State of Maryland.
16. Provide ongoing process improvement measures that will lead to increased efficiencies for how the Corporation manages its finances.
17. The Treasurer shall be bondable up to the amount determine by the Board of Directors.

### **The Parliamentarian shall:**

1. Assist the President or Vice President in maintaining order during the Board of Directors or Executive Board meeting.
2. Assist the Board of Directors in the interpretation of the Corporation's constitution and bylaws.
3. When requested, advise the Board of Directors for the Corporation on questions of parliamentary procedure.
4. Assist the presiding officer by maintaining order during meetings and keeping track of those wishing to make motions, amendments, voting, etc., during meetings.
5. Ensure that each member of the Executive Board has a current copy of the constitution and bylaws of the Corporation.
6. Capture, track, and review all proposed constitution and bylaws changes for consideration of future amendments.

### **The Historian shall:**

1. Document the history of the Corporation.
2. Document and organize Corporation's records, not limited to operational guides and agreements involving the corporation.
3. Act as the archivist for the Corporation.
4. Keep track of all Corporation events and other non-corporation events that require the presence of the Corporation by cataloging our involvement.

## **ARTICLE V – STANDING COMMITTEE**

There shall be committees within the corporation that are responsible for executing the strategic and tactical business of the corporation. The President of the Corporation can recommend the formation of a new committee if the existing committees cannot accomplish the goals of the proposed committee. The Executive Board shall be the governing body that approves the formation of the proposed committee. The President shall vet the purpose and goals of the proposed committee to the Executive Board prior to the approval and formation of the new committee. The Executive Board shall approve the formation the new committee by majority

vote at an Executive Board Meeting.

**ARTICLE VI – TITLE WAS CHANGED FROM “RULES OF AMENDING” TO  
“RULES OF AMENDING THE CONSTITUTION”**

**ARTICLE VI – RULES OF AMENDING THE CONSTITUTION**

Section C

The Board of Directors shall be granted 30 days to discuss and vet the proposed amendments. This 30 day period shall begin when the cumulative amendments are distributed to the Board of Directors. During this 30 day period, updates can be made to the proposed amendments based on feedback from discussions and the vetting process. No new proposed amendments shall be added during this 30 day period.

Section D

A ballot listing all of the proposed amendments shall be distributed to the Board of Directors during the Board of Directors meeting in May. If a member of the Board of Director is absent from the meeting, their ballot shall be emailed to them.

Section E

The ballots for the proposed amendments shall be collected at the general session in June.

Section F

The final count for each amendment shall be presented during the July Board of Directors meeting.

Amendments to the Constitution (August 6, 2013)

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Weyden W. Wedderburn  
Chairperson, Constitution and Bylaws Committee

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Monique R. White-Chiselom  
Recording Secretary, BSUNAA

Date of Notice: August 6, 2013

## APPENDIX D

### Amendments to the Bylaws

August 6, 2013



## **ARTICLE III – ELECTION OF OFFICERS**

### Section C – Vacancies

In the event of a vacancy in the Office of the President, the First Vice President shall succeed to the Office of the President, and shall serve until the expiration of the current term. In the case of concurrent vacancies in both the President and the First Vice President, the Executive Committee by a majority vote shall appoint an Acting President and Acting First Vice President who will serve until the expiration of the current term. In the case of a vacancy in any other Executive Board position, the President shall appoint a successor that meets the following criteria:

1. A member in good standing.
2. The prospective candidate shall attend three consecutive Board of Directors meetings prior to the appointment.
3. The prospective candidate shall be vetted and approved by the Executive Board.
4. The prospective candidate agrees to serve until the expiration of the current term.

## **ARTICLE VI – CHAPTERS**

### Section G

Each chapter shall have an executive committee that consists of at a minimum a President, a Vice President, a Recording Secretary, and a Treasurer.

### Section F

Each chapter shall meet at least once a quarter to conduct chapter meetings. Meeting minutes shall be captured at every chapter meeting.

### Section H

Each chapter shall grow their chapter membership by at least 10 new members per year. Chapters with only lifetime members are not exempt from chapter membership goals of at least 10 new members per year.

### Section I

A chapter is considered in good standing when they have satisfied each of the following:

1. Pay their chapter assessment fee by the September Board of Directors meeting.
2. Pay the annual dues for their members and submitted their membership roster for the chapter to the Corporation no later than the September Board of Directors meeting. The membership roster shall consist of an active President, Vice President, Secretary, and a Treasurer. In addition, this roster shall include the full name, mailing address, email address, and phone number of each member.
3. Attend at least nine Board of Director meeting out of the year in which the Chapter President is in attendance.
4. Conduct chapter meetings at least once per quarter and have a record of meeting minutes for the chapter meetings.
5. Submit their annual financial report for the chapter by the September Board of Directors meeting.

## Amendments to the Bylaws (August 6, 2013)

### Section J

When a new chapter President, Treasurer and/or Financial Secretary takes office, there must be an audit of the books by an independent outside accountant.

### Section K

The outgoing officer(s) must have an initial meeting together with the incoming officer(s) to discuss the audit report before the next chapter meeting.

### Section L

Chapter Presidents who do not attend Board of Directors meetings or send a representative for a period of three consecutive months shall be subject to suspension or forfeiture of voting rights. Chapter Presidents shall attend at least nine Board of Directors meetings out of the year. In the event that the Chapter President cannot attend a Board of Directors meeting, the Chapter President shall have a representative present at the Board meetings. Each chapter shall be entitled to have their chapter represented by a representative in lieu of their President at the Board of Directors meeting no more than three times per year.

### Section M

Each chapter shall pay an annual assessment fee no less than \$100. The actual amount and the usage of the assessment fee shall be determined by majority vote at the first Board of Directors meeting of each new administration.

### Section N

Chapters may establish their local dues which shall include the established national dues. A person may not pay chapter dues only. Chapter dues shall be used for the chapter's operational expenses.

### Section O

Each chapter shall maintain accurate records of income and expenditures using a basic accounting system.

### Section P

Each chapter president or vice president must sign all contracts and/or purchase orders that involve chapter business.

## **ARTICLE VII – REMOVAL FROM OFFICE**

The Board of Directors shall have the authority to remove from office any member of the Board of Directors that neglects the duty of their position; conducts their self in a manner that is unbecoming of their position; and acts in a manner in which their actions are prejudicial to the best interest of the Corporation.

### Section A

Any member of the Board of Directors shall be removed from their position by a two-third vote of the Board of Directors.

## Amendments to the Bylaws (August 6, 2013)

### Section B

Any member of the Board of Directors accused of allegations cited in Section A shall be notified in writing at least thirty days in advance prior to being removed from office.

### Section C

The accused member of the Board of Directors shall have the right to a fair and impartial hearing by a special committee, the Executive Board or the Board of Directors. Based on the findings, recommendations, and conclusion from the hearing; the Executive Board by majority vote shall determine whether or not to proceed with a vote to remove the accused member from the Board of Directors.

## **ARTICLE IX – MEETINGS**

### Section A

The general session of the National Alumni Association shall be held during the Board of Directors meeting in June at Bowie State University.

### Section B

The Board of Directors shall meet monthly unless directed otherwise. The time and place of the Board of Directors meetings shall be determined by the Executive Officers.

### Section D

The Corporation may hold executive board meetings or special meetings by written, telephonic, electronic, or wireless means. An electronic meeting is still subject to the same requirements as a non-virtual meeting. That is, the time and place of the meeting shall be provided to the attendees ten (10) business days prior to the meeting except for emergency meeting. In addition, minutes of the virtual meeting shall be captured by the Recording Secretary or a designee.

### Section E

**Open Session Meeting** – A Board of Directors meeting that include members of the National Alumni Association, students, University faculty, staff, and administrators along with invited guests.

### Section F

**Closed Session Meeting** – A Board of Directors meeting that only include voting members; i.e. the members of the Executive Board and Chapter Presidents. A closed session shall be held when dealing with the following subject-areas:

- to engage in the strategy and the negotiation of financial matters, purchases, contracts, budgets, etc. of the Corporation;
- to consider the dismissal, suspension, or disciplining of, or to hear complaints or charges brought against an Executive Board member, a Board of Directors member, or a member of the University administration;
- to consider an evaluation of, an executive board member or member of the Board of Director;

## Amendments to the Bylaws (August 6, 2013)

- to render a vote of no confidence against the President of the Corporation;
- to consult with the Board of Directors attorney regarding litigation;
- to discuss sensitive matters about the University and the University administration.

A segment of an open Board of Directors meeting can be deemed closed if any of the aforementioned subjects that are described under the Closed Session Meeting will be discussed. At that said time, all non-voting members of the Board of Directors shall be excused from the meeting. Furthermore, all discussions and conversations conducted during a closed session meeting are strictly confidential. The decision to reveal any subject matters to any party outside of the Board of Director shall be determined by a majority vote of the Executive Board.

### Section G

A person is considered to be disorderly when he or she fails to be germane, speaks longer than the allotted time, speaks out of turn or speaks vulgarities at the regular Board of Directors meeting or Executive Board meeting. Such person shall thereupon be silenced until the President or Parliamentarian determines when the person is in order. If a person is deemed out of order, he or she shall not be permitted to continue to speak at the same meeting. If the person shall continue to be disorderly and disruptive the meeting, the President or Parliamentarian may order the person to leave the meeting.

## **ARTICLE XI – VOTING PRIVILEGES**

### Section A

A member of the Board of Directors shall have his/her voting privileges revoked for a minimum of two consecutive board meetings when their chapter is not in good standing. He/She will continue to forfeit their voting privilege if their chapter is not restored to good standing.

### Section B

A member of the Executive Committee shall have his/her voting privileges revoked for three consecutive board meetings when they are not in good standing. He/She will continue to forfeit their voting privilege if their membership is not restored to good standing.

### Section C

A member of the Board of Directors shall have his/her voting privileges revoked for two consecutive board meetings after the first warning of violating the dissemination of the sensitive data policy.

### Section D

A member of the Board of Directors shall have his/her voting privileges revoked for two consecutive board meetings after the second warning of violating the disorderly conduct policy.

## **ARTICLE XII – DISTRIBUTION OF SENSITIVE DOCUMENTS**

A sensitive document is any document in which the disclosure of its content may compromise the confidentiality, integrity, or interest of the Corporation. Examples of these types of documents are financial reports, financial statements, audit reports, budgets, contracts, purchase

Amendments to the Bylaws (August 6, 2013)

orders, and any correspondence that is deemed confidential by the author. Documents that are deemed sensitive in nature or confidential shall only be distributed to members of the Board of Directors in good standing. Blatant disregard for this policy shall result in revocation of voting rights of the violating Board member or suspension from the Board.

Amendments to the Bylaws (August 6, 2013)

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Weyden W. Wedderburn  
Chairperson, Constitution and Bylaws Committee

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Monique R. White-Chiselom  
Recording Secretary, BSUNAA

Date of Notice: August 6, 2013

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