

BOWIE STATE UNIVERSITY NATIONAL ALUMNI ASSOCIATION, INC.

Constitution & Bylaws

Last Revised June 20, 2020



Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

REVISION HISTORY

Author	Description of Change	Ratified Date
Ricardo Mitchell	Amendment to Constitution	June 20, 2020
Ricardo Mitchell	Amendment to Bylaws	June 20, 2020
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

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE I: Name, Office and Seal

Section 1.01 - NAME OF ORGANIZATION

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

For the sake of brevity in written documentation and check writing the Bowie State University National Alumni Association, Inc. shall also be referred to as the BSUNAA.

Section 1.02 - PRINCIPAL OFFICE

The principal office of the Bowie State University National Alumni Association, Inc. (BSUNAA) will be located in Bowie, Maryland. The facility is known as the Goodloe Alumni House. The official mailing address is: 14000 Jericho Park Road, Bowie, Maryland 20715.

The BSUNAA has also elected to maintain a post office box with the United States Postal Service. This post office box address may change from time-to-time; however, no revisions to the Bylaws are required to be made and no vote of approval is required.

Section 1.03 - ORGANIZATION SEAL

The organizational seal of the Bowie State University National Alumni Association, Inc. (BSUNAA) shall be distinct from the Bowie State University's Seal. The BSUNAA Seal shall have included or inscribed thereon, the name "Bowie State University National Alumni Association, Inc. – 1939 – 1940." A motto may also be included or inscribed thereon - "There's A Spot in My Heart."

ARTICLE II: Purpose, Definitions and Mission

Section 2.01 – PURPOSE

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

Section 2.02 – DEFINITIONS

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 automatic receive one-year free membership.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE II: Purpose, Definitions and Mission

- **Signature Authority** is a member who has been appointed and approved in their official responsibility to affix their signature to document on the behalf of the Association.
- **Open Session Meeting** is a Board of Directors (BOD) meeting that include members of the National Alumni Association, Bowie State Students, University Administrative Leadership, Faculty, Staff, and invited guests.
- **Closed Session Meeting** is a Board of Directors (BOD) meeting which only include voting members (i.e. the members of the Executive Board and Chapter Presidents or their designees) to discuss information which is deemed to be sensitive. A Closed Session Meeting may also be called at any point during a regularly scheduled meeting or special meeting of the Board of Directors to discuss sensitive matters.
- **Executive Session** is referred to when a meeting of any Board or Committee (i.e., Board of Directors, Executive Board or General Session) decides to conclude its public business to discuss information deemed to be sensitive by its members. The Board or Committee may resume its meeting at the conclusion of an Executive Session, if desired.
- **General Session** is the Association's Annual Meeting of its Board of Directors (BOD), which also includes, all members of the Association. All paid members of the Association are eligible to vote on matters before the BOD, if necessary. The General Session meeting is open to non-members of the Association as well.
- **Sanctioned Chapter** refers to an Alumni Chapter of the BSUNAA which has been recognized and authorized by the Board of Directors to conduct business on behalf of the Association using its logo and tax exemption.
- **Local Chapter** also refers to an Alumni Chapter of the BSUNAA which has been organized, sanctioned, and recognized by the Board of Directors to conduct business on behalf of the Association using its logo and tax exemption.
- **Sensitive Document** is any document in which the disclosure of its content may compromise the confidentiality, integrity, or interest of the Association.

Section 2.03 - MISSION

The Mission of the BSUNAA is to engage alumni to become active members, provide support to the Association and assist with the University's goals and objectives.

ARTICLE III: Membership, Classification and Dues

Section 3.01 – MEMBERSHIP

Those entitled to membership in the organization shall consist of all persons who have attended Bowie State University, formerly Bowie State College, Maryland State Teacher's College, Bowie Normal School #3 and Maryland Normal School for Colored Youth.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE III: Membership, Classification and Dues

Section 3.01 – MEMBERSHIP

Further, any member of the Association, with five (5) consecutive years of membership, leading to their eightieth (80) birthday and reaches the age of eighty (80) shall have free membership for life in the Association.

Section 3.02 - CLASSIFICATIONS

Membership for the BSUNAA is identified in the following classifications.

- **Active** - Those members having paid the required annual dues as stipulated by the BSUNAA. They shall have full rights to participate and vote on issues before the Association and local Chapter, if necessary.
- **Life** - Those members having paid the Life Membership dues as stipulated by the BSUNAA and shall have full rights to participate and vote on issues before the Association.

In the event a member is paying installments on their Life Membership dues, they shall have full rights to participate and vote on issues before the Association.

- **Honorary** - The Chapter may bestow Honorary Membership on any person or persons by a majority vote of the Chapter Membership at a regular meeting, providing such a person or persons have manifested an interest and made a significant contribution to the University and/or the National Alumni Association. Honorary members shall have the right to participate in discussions at the local Chapter level, but have no Chapter voting power and may not hold office.
- **Associate** - Associate members have commitment, interaction and/or connection (friend/spouse of alum, etc.) with BSU and subscribe to the purpose of the Association. Associate members shall have the right to participate in discussions at the local Chapter level, but have no voting power and may not hold office.

Section 3.03 - DUES

The Executive Board shall set the annual dues for BSUNAA Members each year, upon the approval of the Board of Directors.

ARTICLE IV: Governance and Officers' Duties

Section 4.01 – GOVERNANCE

The Association's governance is shared by its Executive Board and its Board of Directors. Each Board has a unique role in the operational function of the Association. They act as a balance with each other. It shall be the duty of the Board of Directors to codify the business of the Association.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

Section 4.01 – GOVERNANCE

- Elected Officers – The following elected Executive Officers shall be the President, First Vice President, Treasurer, Recording Secretary, Corresponding Secretary and Financial Secretary. The Second Vice President of the Association is not considered an elected officer and does not stand for election. He/she inherits the office by virtue of their previous office as President of the Association.
- Board of Directors – There shall be a Board of Directors comprised of the elected and appointed officers of the Association, Presidents of all organized and sanctioned Chapters, the President of the University, the President of the Senior Class, the President of the Student Government Association, President of the Student Alumni Association, President of the Graduate Students Association and a selected member of the Bowie State University Faculty.

The President of the University, the President of the Senior Class, the President of the Student Government Association, President of the Student Alumni Association and the President of the Graduate Students Association are all considered Ex-Officio Members of the Association's governing body. Further, the BSUNAA Board of Directors shall select a Bowie State University Faculty member to serve as a member of the Association's governing body as an Ex-Officio Members; however, none of the above Ex-Officio Members will have voting rights on issues before the Association.

- Executive Board - The elected officers shall constitute the Executive Board, which shall generally manage the business and affairs of the Association; in conjunction with its Board of Directors, which is comprised by the Presidents of the Association's sanctioned Chapters joined together to form the governing body, except in the event that such action:
 - (i) Is not inconsistent with this constitution or with any bylaws 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.
- Appointed Officers – The President of the Association shall appoint four officers: Parliamentarian, Chaplain, Historian, Executive Director and may appoint other officers as desired; however, these Officers and others must be approved by the Executive Board and confirmed by the Board of Directors. The appointees shall be a member in good standing, vetted and approved by the Executive Board, and must have attended at least one (1) Board of Directors meeting prior to taking office. The Appointed Officers shall have full voting privileges on the Executive Board and the Board of Directors.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

Section 4.02 – OFFICERS' DUTIES

4.02.1 – The President Shall:

- A Be the Chief Executive Officer (CEO) of the Association;
- B Develop the agenda and preside over all meetings of the Association and the Executive Board. The President may delegate this function to the Vice President;
- C Appoint committee chairpersons, who will be vetted through the Executive Board for approval, and appoint and delegate responsibilities to the committees;
- D Be an Ex-Officio member of all standing and special committees, except the nominating committee;
- E Act as the official representative of the Association presenting the views of the Association to the University and the general public; subject to vetting through the Executive Board and the Board of Directors;
- F Represent the Association at University and at any public venue which requires alumni representation or alumni presentation;
- G 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 President;
- H Support fundraising activities;
- I Serve as the Executive Representative on the Bowie State University Foundation Board of Directors; providing official reports from the Bowie State University Foundation meetings. These reports shall be maintained in the Association's office for public inspection;
- J Assist with the development of corporate and university relations that will prove mutually beneficial for the Association and the University;
- K Serve as the liaison and signature authority in conjunction with the Treasurer of the Association's financial accounts held by the Bowie State University Foundation and Financial Institutions;
- L Serves as signature authority in conjunction with the First Vice President and Financial Secretary for the Association's approval of any purchase.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

4.02.2 – The First Vice President Shall:

- A Preside in the absence of the President assuming all his/her power and duties;
- B Serves as the Chair of the Membership Committee;
- C Assist with the public relations efforts of the Association in conjunction with the President;
- D Assist with Chapter development, reactivation and establishment of new Chapters in targeted areas;
- E Shall be an authorized signature approver in conjunction with the President, Financial Secretary, and Treasurer for the Association's financial accounts held by the Bowie State University Foundation and Financial Institutions;
- F Shall be an authorized signature authority in conjunction with the President and Financial Secretary for the Association's approval of any purchase request;
- G Serves as the Association's Compliance Officer, tracking Chapters' adherence to membership, reporting and "good standing" standards.

4.02.3 – The Second Vice President Shall:

- A Be the official title of the immediate past President;
- B Shall serve as a voting member of the Executive Board and Board of Directors; and
- C Shall serve as a resource person for the Association.

4.02.4 – The Recording Secretary Shall:

- A Take minutes on the proceedings of various Executive Board and Board of Director's meeting and special meetings;
- B Record all matters deemed advisable by the Association;
- C Keep a file of approved minutes, reports, communication received, copies of letters sent, roster of members, committees, officers, associated representatives, and other personnel.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

4.02.5 – The Corresponding Secretary Shall:

- A Public Relations and Marketing Committee will be Chaired by the Corresponding Secretary and appointed by the President. Responsible for the branding and promotion of the Association to generate a favorable public image by producing press releases and public relations campaigns to advance the vision and mission of the Association.
- B Send out all notices of general and special meetings of the parent body and Executive Committee;
- C Send letters of thanks to speakers, guest, etc.;
- D Send reminders to members assigned special duties;
- E Notify persons, committees and chapters affected by action taken;
- F Place dates decided upon on the calendar;
- G Enter new policies in the Policy File;
- H Maintain the supply of stationary and letterhead;
- I Answer correspondence promptly; and
- J Assist the Association's First Vice President in their role as Compliance Officer by assisting with the tracking of Chapters' adherence to membership, reporting and "good standing" standards.

4.02.6 – The Financial Secretary Shall:

- A Receive all monies for the Association for the sole purpose of making deposits to the operating business checking and/or savings accounts;
- B Reconcile all deposits made to the operating business checking and/or savings accounts with the monthly bank statements;
- C Prepare and present the monthly Financial Secretary reports at the Board of Directors meetings. 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, amount paid and the payee's address;
 - An itemized list of membership dues received by chapter (if applicable). This list shall include the full name of the member, amount paid and the payee's address;
 - Any membership dues received by the Foundation; and

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

4.02.6 – The Financial Secretary Shall:

- A cumulative balance of all funds deposited to either the checking or the savings account;
 - Shall send this information to the First Vice President for Compliance purposes.
- D 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;
- E Authorized signatory in the absence of the Treasurer for the Association's financial accounts held by the Bowie State University Foundation and Financial Institutions;
- F Serve as one of the approvers with signature authority for purchase request and check request;
- G The Financial Secretary shall be bondable up to the amount determine by the Board of Directors.

4.02.7 – The Treasurer Shall:

- A Serves as Chair of the Budget and Finance Committee;
- B Process all funds received and disbursed by the Association;
- C Process purchase requests submitted by Board of Directors and Committee Chairs;
- D Ensure that disbursements are made in accordance with the guidelines of the Association's annual budget;
- E Serve as one of the approvers' signature authority for purchase request and check request;
- F Sign all checks for the Association;
- G Work with Committee Chairs to ensure that allocated funds are in balance with the annual budget of the Association;
- H Ensure timely payments of all bills received by the Association;
- I Verify monthly bank statements with receipts and disbursements against the financial secretary transactions processed during each month of the fiscal year;

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

Section 4.02 – OFFICERS' DUTIES

4.02.7 – The Treasurer Shall:

- J Track and maintain the bank accounts for the Association;
- K Develop a monthly Treasurer's Report for the Association. 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 Association 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.
- L Work collaborative with the Financial Secretary to develop monthly financial reports of the Association;
- M Present current financial statements at the monthly Board of Directors meetings;
- N Work collaboratively with the Executive Board and Committee Chairpersons to develop the annual budget that includes the projected revenues and expenses for the Association. 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;
- O Facilitate the process for conducting an annual audit of the Association;
- P Serve as the liaison to the Bowie State University Foundation when dealing with financial matters for the BSUNAA;
- Q Work with the selected CPA to file all necessary taxes to ensure that the Association remains in good standing with the University of Maryland University System, Internal Revenue Service, and the State of Maryland;
- R Provide ongoing process improvement measures that will lead to increased efficiencies for how the Association manages its finances; and
- S The Treasurer shall be bondable up to the amount determined by the Board of Directors.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

Section 4.02 – OFFICERS' DUTIES

4.02.8 – The Parliamentarian Shall:

- A Serve as the Chair of the Constitution and By-Laws Committee;
- B Assist in the Association's drafting and interpretation of the Bylaws, rules of order and planning and conduct at meetings.
- C Assist the President or Vice President in maintaining order during the Board of Directors and/or Executive Board meeting;
- D When requested, advise the Board of Directors for the Association on questions of parliamentary procedure;
- E Assist the presiding officer by maintaining order during meetings and keeping track of those wishing to make motions, amendments, voting, etc., during meetings;
- F Ensure that each member of the Executive Board has a current copy of the constitution and bylaws of the Association;
- G Capture, track, and review all proposed constitution and bylaws changes for consideration of future amendments; and
- H The Parliamentarian shall use Robert's Rules of Order when assisting with meetings on matters of procedure governing all proceedings.

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

4.02.9 – The Chaplain Shall:

- A Invoke the divine aid for the Association at the Executive Board, Board of Directors and General Body meetings and events; and
- B Provide spiritual support and intercession on the behalf of the Association.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IV: Governance and Officers' Duties

Section 4.02 – OFFICERS' DUTIES

4.02.10 – The Historian Shall:

- A Document the history of the Association;
- B Document and organize Association's records, not limited to operational guides and agreements involving the Association;
- C Keep track of all Association events and other non-association events that require the presence of the Association by cataloging our involvement.
- D Act as the Association's Archivist and may receive from the Chapters historically significant information, on a yearly basis, for archiving.

4.02.11 – Executive Director Shall:

- A Serves as the Administrative liaison for the BSUNAA and carry-out duties assigned by the President and/or the Board of Directors
- B Serves as a member of the BSUNAA Executive Board and Board of Directors
- C ~~The Executive Director may receive compensation which will be determined by the Board of Directors.~~

ARTICLE V: Affiliation

Section 5.01 – AFFILIATION

- A This Association shall maintain affiliation with the professional organizations deemed helpful or beneficial to the Association. The Executive Board and/or the Board of Directors shall recommend such groups to the general body for appropriate action.

ARTICLE VI: Rules of Amending the Constitution

Section 6.01 – RULES OF AMENDING THE CONSTITUTION

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(s) 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.

- A The Board of Directors shall be granted thirty (30) days to discuss and vet the proposed amendment(s). This thirty (30) day period shall begin when the cumulative amendments are distributed to the Board of Directors. During this period, updates can be made to the proposed amendment(s) based on feedback from discussions and

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE VI: Rules of Amending the Constitution

Section 6.01 – RULES OF AMENDING THE CONSTITUTION

the vetting process. No new proposed amendment(s) shall be added during this thirty (30) day period.

- B A ballot listing all of the proposed amendments shall be distributed to the Board of Directors. If a member of the Board of Director is absent from the meeting, their ballot shall be emailed to them;
- C The ballots for the proposed amendments shall be collected at a called General Session; and
- D The final count for each amendment shall be presented no later than the September Board of Directors meeting.

BYLAWS

Title Page Only

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE VII: Rules of Order

Section 7.01 – RULES OF ORDER

The Bowie State University National Alumni Association, Inc (BSUNAA), shall be governed by the Robert's Rules of Order (newly revised) and it shall be the authority on all questions of procedures not specifically stated in the Constitution and By-laws and govern all proceeding of any regular or special meeting.

The Parliamentarian shall use Robert's Rules of Order when assisting with meetings on matters of procedures.

ARTICLE VIII: Election of Officers, Eligibility, Vacancies, and Terms

Section 8.01 – ELECTION OF OFFICERS

The members of the Association shall elect its Executive Officers biennially, in even numbered years, by ballot. The vote of the members shall be conducted using a ballot developed by the Nomination Committee. The candidates 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.

The following position are elected National Executive Officers: President, First Vice President, Treasurer, Financial Secretary, Recording Secretary, and Corresponding Secretary.

The Second Vice President of the Association is not an elected officer. He/she inherits the office by virtue of their previous service as President.

If for any reason, no candidate has chosen to seek a National Executive position and the position is unfilled, the President shall have the authority to fill that position upon taking office.

Section 8.02 – ELIGIBILITY

Members of the Association in "Good Standing" are eligible to seek National Executive Office by meeting the following qualifications:

- A Must hold a degree from Bowie State University, formerly Bowie State College, Maryland State Teacher's College, Bowie Normal School #3 and Maryland Normal School for Colored Youth.
- B Must have graduated at least three (3) years prior to the election in which they seek office, including the Presidency;
- C Must be a Lifetime Member of the Association or paying toward a Lifetime Membership;

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE VIII: Election of Officers, Eligibility, Vacancies, and Terms

Section 8.02 – ELIGIBILITY

- D Must have served on at least one (1) Standing Committee for a year, prior to running the office.

Section 8.04 – VACANCIES

- A 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;
- B In the case of concurrent vacancies in both the Office of the President and the First Vice President, the Executive Board, by a majority vote, shall appoint an Acting President and First Vice President who will serve until the expiration of the current term.
- C In the case of a vacancy in any other National Executive Office, the President shall appoint a successor, with the approval by a majority vote of the Executive Board, who will serve until the expiration of the current term.

Section 8.05 – TERMS

- A All National Executive Officers' terms will be limited to no more than three (3) consecutive terms (or six years) in the same elected Executive position;
- B Members or Officers who are appointed to complete an Officer's vacancy or an existing Officer's term shall not be counted toward a consecutive term for that office.

ARTICLE IX: Standing and Ad Hoc Committees

Section 9.01 – STANDING COMMITTEES

There shall be committees within the Association that are responsible for executing the strategic and tactical business of the Association. The President of the Association can recommend the formation of a new Standing Committee, if 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 Standing Committee. The President shall vet the purpose and goals of the proposed Standing Committee to the Executive Board prior to the approval and formation of the new Standing Committee. The Executive Board shall approve the formation of the new Standing Committee at its meeting.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IX: Standing and Ad Hoc Committees

Section 9.01 – STANDING COMMITTEES

The BSUNAA President is an Ex-Officio member of all Standing and Special Committees, except the Election Nominating Committee. The President shall have the authority to appoint Committee Chairs who are members in good standing, vetted and approved by the Executive Board and must have attended at least one (1) Board of Directors meeting prior to taking the assignment.

- A Program and Planning Committee will be Chaired by the President and composed of the Board of Directors. This committee will be responsible for planning appropriate alumni activities, fundraisers and programs.
- B Constitution and Bylaws Committee will be Chaired by the Parliamentarian and composed by members appointed by the President. The committee shall stand ready to make changes as considered necessary by the Board of Directors, of the Parent Body.
- C Public Relations and Marketing Committee will be Chaired by the Corresponding Secretary and appointed by the President. Responsible for the branding and promotion of the Association to generate a favorable public image by producing press releases and public relations campaigns to advance the vision and mission of the Association.
- D Membership and Outreach Committee shall be Chaired by the First Vice President. This committee shall be responsible for developing and implementing an annual plan to increase the membership of the association, recruit and retain members and promote awareness of membership and benefits.
- E Nomination and Election Committee shall seek out and encourage qualified members to become nominees for Executive National Office. The committee shall prepare and distribute ballots forty-five (45) days prior to a general session. The committee shall be convened on or before the January meeting of an election year.
- F Budget and Finance Committee shall be Chaired by the Treasurer and assisted by the Financial Secretary and other 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 programs and activities by August meeting and recommend policies and procedural changes to the Constitution and Bylaws in compliance with state, federal and University System of Maryland best business practices.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE IX: Standing and Ad Hoc Committees

Section 9.01 – STANDING COMMITTEES

- G Scholarship Gala Committee Chair will be responsible for overseeing the Student Scholarship Award process. Shall assist with the annual fundraising event for the purpose of awarding scholarships. The Chair shall be appointed by the President.
- H Scholarship Award Committee will screen and select applications in accordance with the scholarship criteria and coordinate with local chapters on scholarship awards policies and procedures. Scholarship applications will be announced in November on an annual basis.

Section 9.02 – AD HOC COMMITTEES

- A From time-to-time, the Association may find it necessary to employ the formation of an Ad Hoc Committee to conduct specific business or address specific issues on behalf of the Association. The President shall have the authority to convene and appoint members of the Association to serve on the Ad Hoc Committee. Those appointed members must be in good standing, vetted and approved by the Executive Board and must have attended at least one (1) Board of Directors meeting prior to the appointment to the Ad Hoc Committee.
- B The Ad Hoc Committee's duration shall exist for as long as necessary to complete its assigned activity and shall follow the reporting standards of any standing committee. The Ad Hoc Committee will be Chaired by a member of the Association appointed by the President. Ad Hoc Committees shall be confirmed by the Executive Board. The President may dismiss the Ad Hoc Committee at any time.

ARTICLE X: Meetings, Quorums and Disorderly Conduct

Section 10.01 – MEETINGS

- A General Sessions of the National Alumni Association shall be held annually. No later than the third Saturday in June.
- B The Board of Directors shall meet monthly unless directed otherwise. Time and place will be determined by the Board of Directors.
- C The Board of Directors may hold "Open Session Meetings," to include the Bowie State University stakeholders to participate in discussions and hear matters before the Board of Directors.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE X: Meetings, Quorums and Disorderly Conduct

Section 10.01 – MEETINGS

- D The Board of Directors may hold “Closed Session Meeting,” which only include voting members; i.e. the members of the Executive Board and Chapter Presidents or their designee and approved invited guest with pertinent information. A closed session may 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 Association;
 - 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 Directors;
 - to render a vote of no confidence against the President of the Association;
 - to consult with the Board of Directors attorney regarding litigation;
 - to discuss sensitive matters about the University and the University Administration.
- E 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 Board of Directors.
- F Board of Directors, Executive Board and other meetings of the Association may be held or conducted via teleconference upon the approval of a majority of the members of that body.
- G The Association may hold Executive Board meetings and/or special meetings by written, telephonic, electronic, or wireless means. These other meeting forms are 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 three (3) 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.
- H The Executive Board shall meet monthly, prior to the monthly Board of Directors meeting, unless directed otherwise. Time and place will be determined by the Executive Board.

Section 10.02 – QUORUMS

- A 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.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

ARTICLE X: Meetings, Quorums and Disorderly Conduct

Section 10.02 – QUORUMS

- B A member of the Executive Board may also act as a proxy vote for their Chapter(s).
- C Ad Hoc Committees are not required to have a quorum in order to conduct the official business of the Committee.

Section 10.03 – DISORDERLY CONDUCT

- A A person is considered to be disorderly when he or she fails to be germane to the subject under discussion, speaks longer than the allotted time, speaks out of turn or speaks vulgarities at any General Session Meeting, Board of Directors Meeting, Executive Board Meeting, Standing Committee Meeting and/or Ad Hoc Committee Meeting.
- B Such person shall thereupon be silenced until the President, Parliamentarian, or Chair determines when the person is in order. If a person continues to be deemed out of order, they shall not be permitted to continue to speak at the same meeting.
- C If the person continues to be disorderly or disruptive at the meeting, the President, Parliamentarian, or Chair may order the person to leave the meeting.

Article XI – Voting Privileges

Section 11.01 – VOTING PRIVILEGES

- A A member of the Board of Directors and/or Executive Board shall have their voting privileges revoked for a minimum of two consecutive board meetings when their Chapter is not in good standing. They will continue to forfeit their voting privilege until their Chapter is restored to good standing.
- B A member of the Executive Board shall have their voting privileges revoked for three consecutive Executive Board meetings when they are not in good standing. They will continue to forfeit their voting privilege until their membership is restored to good standing.
- C A member of the Board of Directors shall have their voting privileges revoked for three consecutive Board of Directors meetings when they are not in good standing. They will continue to forfeit their voting privilege until their membership is restored to good standing.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

Article XI – Voting Privileges

Section 11.01 – VOTING PRIVILEGES

- D All members of the Board of Directors and Executive Board shall pay their annual dues no later than July 1st of the fiscal year.
- E A member of the Board of Directors or Executive Board shall have their voting privileges revoked for two consecutive Board of Directors meetings after the first warning of violating the sensitive data policy.
- F A member of the Board of Directors or Executive Board shall have their voting privileges revoked for two consecutive Board of Directors meetings, after the second warning of violating the disorderly conduct policy.

Article XII: Revenue

Section 12.01 – REVENUE

- A Sanctioned Chapters shall be assessed Association dues in an amount determined by the Board of Directors. In return for payment, Chapters shall receive membership cards for each of their local members and use of the Tax-Exempt status.
- B Annual dues for Association members shall be determined by the Board of Directors. Annual membership dues in the Association shall be assessed on a yearly basis.
- C Dues for Life members 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.
- D The Association's fiscal year shall be from July 1st to June 30th. The auditor's report must be submitted at the November Board of Directors Meeting.
- E The Association may also undertake various activities to raise revenue for the Association. The President, as well as other members, may propose activities to accomplish this goal. The proposed activity should be presented to the Executive Board for consideration before the proposed activity is approved.
- F No persons or Organizations shall undertake any activity, including raising revenue, using the name and/or logo of the Association, unless the activity has been presented and approved by the Executive Board prior to the event.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

Article XIII: Chapters

Section 13.01 – CHAPTERS

- A The Association may have such Chapters as the Board of Directors deem most advantageous to the welfare of the parent organization. These Chapters are to be known as Chapter of the Bowie State University National Alumni Association, Inc.
- B A local Chapter may be formed where there is no existing Chapter or where a Chapter is inactive or where there is a desire by alumni to form such a local Chapter. All Chapters must be sanctioned by the Board of Directors.
- C A local Chapter may be formed with the composition of at least twenty (20) interested alumni, including its Officers (President, Vice President, Secretary and Treasurer) and sixteen active members. Each member of the Local Chapter shall pay their annual association dues before the Chapter can be sanctioned. Life Members may be included in the number of members required to sanction a Chapter and do not have to pay additional annual association dues.
- D Each local Chapter shall have an Executive Committee that consists of at a minimum: President, Vice President, Recording Secretary, and Treasurer.
- E When a local Chapter has been organized and sanctioned, its Chapter's Secretary shall submit to the BSUNAA Financial Secretary a complete list of its members, including names, addresses, phone numbers email addresses, and completion date or graduation date. The BSUNAA Financial Secretary is responsible for submitting this information to the Membership Committee Chair for recording. And, thereafter any changes as they occur.
- F Each local Chapter shall adopt a Constitution and Bylaws and submit it to the Board of Directors for review by the Constitution and Bylaws Committee, prior to approval by the Board of Directors.
- G Each local Chapter, through its Executive Committee, shall submit to the Board of Directors' (BOD) Financial Secretary, its membership roster and its initially collected annual dues by the November meeting. Additionally, as members join and membership dues are collected throughout the year, an updated membership roster and dues shall be collected and submitted to the BOD Financial Secretary on a monthly basis for recording. All membership rosters shall properly identify new members.
- H Each local Chapter, through its Executive Committee, shall submit to the National Treasurer an Annual Financial Report and an Annual Scholarship Awards Recipients Report, including award amounts in the report by the November Board of Directors Meeting. Failure to comply with Association reporting, State and Federal rules of

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

Article XIII: Chapters

Section 13.01 – CHAPTERS

disclosure and reporting policies within thirty (30) days of the due date may result in the Chapter's suspension or revocation.

- I Each local Chapter shall meet at least once a quarter to conduct chapter meetings. Meeting minutes shall be captured at every chapter meeting;
- J A local Chapter is considered in good standing when they have satisfied each of the following:
 - Pay their chapter assessment fee by the September Board of Directors meeting.
 - Pay the annual dues for their members and submitted their membership roster for the chapter to the Association no later than the September Board of Directors meeting and every month thereafter. 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.
 - Attend at least nine Board of Director meeting out of the year.
 - Submit their annual financial report for the chapter by the November Board of Directors meeting.
- K When a new Chapter President, Treasurer and/or Financial Secretary takes office, there should be an audit of the books by an independent outside accountant.
- L The outgoing officer(s) should have an initial meeting together with the incoming officer(s) to discuss the audit report before the next chapter meeting.
- M 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 a 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 of Directors 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.
- N 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.
- O 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.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

Article XIII: Chapters

Section 13.01 – CHAPTERS

- P Each chapter shall maintain accurate records of income and expenditures using a basic accounting system.
- Q Each chapter president or vice president should sign all contracts and/or purchase orders that involve chapter business.
- R 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.
- S Any Chapter that fails to comply with items identified by the Compliance Officer shall be suspended, until they are in-compliance.

Article XIV: Removal from Office

Section 14.01 – REMOVAL FROM OFFICE

- A 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 themselves 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 Association.
- B Any member of the Board of Directors, with cause, can be removed from their position by a two-third vote of the Board of Directors.
- C 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.
- D 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 XVI: Distribution of Sensitive Documents

SECTION 16.01 - DISTRIBUTION OF SENSITIVE DOCUMENTS

- A A sensitive document is any document in which the disclosure of its content may compromise the confidentiality, integrity, or interest of the Association. Examples of these types of documents are financial reports, financial statements, audit reports, budgets, contracts, purchase orders, and any correspondence that is deemed confidential by the author.

Bowie State University National Alumni Association, Inc.
Constitution & Bylaws

Article XVI: Distribution of Sensitive Documents

SECTION 16.01 - DISTRIBUTION OF SENSITIVE DOCUMENTS

- B 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.

This Page Was Intentionally Left Blank