

**PRAIRIE VIEW A&M UNIVERSITY  
NATIONAL ALUMNI ASSOCIATION**



**NATIONAL HEADQUARTERS  
124 University Drive  
Prairie View, Texas 77446 [www.pvualumni.org](http://www.pvualumni.org)**

# NOTICE

These official documents may not be duplicated, rewritten, or amended without the express written approval of the Board of Directors of the Prairie View A&M University National Alumni Association as governed by Article XIV (page 6), Amendments to the Constitution, as described in this Constitution; and Article VI (page 15), Amending the By-Laws, as described in these By-Laws.

**Adopted October 24, 1986** as the official rules and regulations of this national body and its chartered Chapters and Clubs.

Amended and revised: July 19, 2018.

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**CONSTITUTION  
OF THE  
PRAIRIE VIEW A&M UNIVERSITY  
NATIONAL ALUMNI ASSOCIATION, INCORPORATED**

(Formed 1986)

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**PREAMBLE**

We, the members of the Prairie View A&M University National Alumni and Ex-Students Association believing that the University has made substantial contributions to the citizens of the State of Texas, to the United States, and to the world, and further believing that these citizens of similar aspirations for the perpetuation of the University should bind together in order to form a more perfect union among alumni and ex-students of Prairie View A&M University in order to promote, support, and provide service to the University, do enact and establish this Constitution and accompanying By- Laws for the government of its members.

**ARTICLE I. NAME**

The name of this corporation is amended from Prairie View A&M University National Alumni Association and Ex-Students Association, Incorporated to read as follows: PRAIRIE VIEW A&M UNIVERSITY NATIONAL ALUMNI ASSOCIATION.

**ARTICLE II  
PURPOSE**

**SECTION 1.** The purpose of the Association shall be to form a union of Prairie View A&M University, alumni, ex-students, and interested citizens of similar aspirations for the perpetuation of Prairie View A&M University by:

- (a) Building and fostering understanding and support of Prairie View A&M University;
- (b) Providing services to alumni and loyal friends of the University;
- (c) Encouraging communications among Alumni and the University;
- (d) Serving as the central organization for the various Prairie View A&M University Alumni and Ex-Students, Clubs, Classes and Chapters;
- (e) Organizing and implementing programs necessary for securing grants, endowments and other financial assistance for the University.

**ARTICLE III  
MEMBERSHIP**

**SECTION 1.** This association shall have four (4) classes of members, as follows:

(a) **Annual Member**

All individuals holding degrees, diplomas or certificates awarded by Prairie View A&M University (PVAMU) and all ex-students who completed at least one semester or one full summer session and departed in good standing with the University shall be eligible for all

privileges of active annual membership in the Association, including the right to vote and hold office therein upon the payment of annual dues and other assessments as established by the Board of Directors.

**(b) Life Member**

Active members who shall pay a fee, as determined by the Board of Directors, to the Association shall be designated as Life Members of the Association. A graduate within one (1) year of earning an undergraduate degree from PVAMU may join the Association at a 60% reduced rate of the Life Membership rate. Can pay 3 installments before the first (1<sup>st</sup>) anniversary of their graduation.

**(c) Associate Member**

Any spouse, friend, parent, daughter and/or son of Prairie View alumni may join the Association as an *associate member*, if not a graduate of PVAMU. Associate members shall be entitled to all rights and privileges accorded regular members except the right to vote or hold office therein.

**(d) Honorary Member**

The Board of Directors shall have the power to confer an honorary membership on any person it deems worthy of the same, upon two-thirds majority vote of the Directors. Persons who have provided distinguished service to Prairie View A&M University shall be given preferred consideration. Honorary members shall be entitled to all rights and privileges accorded regular members except the right to vote and/or hold office.

**ARTICLE IV.  
MEMBER MEETINGS**

**SECTION 1:** There shall be at least two general meetings of the Association and four (4) quarterly meetings in the fiscal year for the Board of Directors.

**SECTION 2:** The Prairie View A&M University National Alumni Association may hold electronic meetings (E-meetings) to the extent of the state laws governing meetings of public and non-profit organizations. Meetings may include teleconference, video teleconference, and /or social media subject to the President/Chairperson of the Board of Directors' approval. Annual and regular meetings shall be at such time, place, and date as determined by the President/Chairperson of the Board of Directors, except the Homecoming meeting which shall be held on the campus of Prairie View A&M University. Special meetings may be called by the President/Chairperson of the Board of Directors or any three members of the Board of Directors.

**ARTICLE V.  
OFFICERS OF THE ASSOCIATION**

**SECTION 1: Titles of Officers**

The Officers of the Association shall consist of the President/Chairperson of the Board of Directors, Vice-President, Secretary, Treasurer, Financial Secretary, Parliamentarian, Historian and Chaplain.



## **SECTION 2: Board of Directors**

The affairs of the Association shall be managed by a Board of Directors, hereinafter referred to as "Board of Directors," which shall be composed of the President/Chairperson of the Board of Directors, Vice-President, Secretary, Treasurer, Financial Secretary, Parliamentarian, Historian, Chaplain, one Representative from each financial Chapter, Class or Club registered with the Association on September 1 of each year, the Immediate-Past President/Chairperson of the Board, a member of the University's staff who is also an alumnus of the University and an active member of the Association and two (2) students who are members of the University's graduating senior class for the next school year, one male and one female.

## **SECTION 3: Executive Committee**

The Executive Committee shall be composed of all elected officers of the Association: President/Chairperson of the Board of Directors, Vice President; Secretary; Treasurer; Financial Secretary, Parliamentarian; Historian; and Chaplain. The Executive Committee shall have no authority to alter, change, or amend any action taken by the Board of Directors.

# **ARTICLE VI.**

## **DUTIES AND DESCRIPTION OF ELECTED OFFICERS**

### **SECTION 1: President/Chairperson of the Board of Directors**

The President/Chairperson of the Board of Directors shall be the presiding officer of the Association and shall preside over all meetings of the Board of Directors including the Executive Committee of the Association. The President may appoint an Advisory Board as she/he deems necessary.

**SECTION 2: Newly elected President:** The newly elected president shall assume the responsibilities as President/Chairperson of the Board of Directors at the first board meeting following the National Convention.

### **SECTION 3: Vice-President**

The Vice-President shall be the Assistant to the President/Chairperson of the Board of Directors and shall perform such other duties as may be assigned by the Board of Directors or as set forth in the By-Laws of this Association.

### **SECTION 4: Secretary**

The Secretary shall be the Administrative Officer of the Association. The Secretary will be responsible for recording the minutes of the Board of Directors and the Executive Committee meetings and perform such other duties as the By-Laws of the Association may prescribe.

### **SECTION 5: Treasurer**

The Treasurer shall be responsible for managing the funds of the Association and is primarily responsible for fundraising. He or she shall manage funds and give bond in an amount to be determined by the Board of Directors. The treasurer is responsible for giving a financial report at each Board of Directors Meeting and/or upon the request of the President. The report must show all expenditures and balances.

### **SECTION 6: Financial Secretary**

The Financial Secretary is the lead accounting executive of the association. The duties of the officer are to provide financial leadership and is instrumental in forming accounting strategies to provide broad visionary responsibilities in championing financial status and condition of the association. Hands on management may also be required for the viability of the association. May be summoned by the President to serve as the Chairperson for the Finance Committee.

### **SECTION 7: Parliamentarian**

The Parliamentarian shall be responsible for providing guidance to the President/Chairperson of the Board on parliamentary procedures.

### **SECTION 8: Historian**

The Historian shall maintain all materials pertinent to the Association and make an annual report on matters of historical importance.

### **SECTION 9: Chaplain**

The Chaplain shall coordinate and direct all religious activities of the Association.

## **ARTICLE VII.**

### **POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

#### **SECTION 1: Employment of Personnel**

The Board of Directors is authorized to employ an Executive Director and to fix and determine the duties of the person occupying the office, set the salary, and authorize his or her necessary expenses and support staff. In absence of an Executive Secretary, the Secretary, Treasurer, and Vice-President shall perform such duties.

#### **SECTION 2: Establishment of Chapters, Classes and Club**

The Board of Directors shall have the authority to approve the establishment of local chapters, classes and clubs.

#### **SECTION 3: Investments**

The Board of Directors shall pass upon and decide all investments of funds and approve all real estate transactions of the Association.

#### **SECTION 4: Duties as assigned**

The Board of Directors shall perform such other duties as assigned to it by the Constitution and By-Laws of the Association.

## **ARTICLE VIII.**

### **ELIGIBILITY FOR OFFICE AND TERM OF OFFICE**

#### **SECTION 1: Eligibility for Office**

To be eligible for any elected office in the National Association, a member shall be in good standing with the Association (i.e. met member qualifications and have paid financial obligation to the local chapter and national offices).

## **SECTION 2: Office Terms**

- (a) The Officers are elected for a two-year term and may serve no more than two (2) consecutive terms in the same office. Each person elected shall hold only one office at a time.
- (b) The term of office for the Chapter, Class or Club representative on of the Board of Directors shall be based on the term limits of the chapter, class or club.

## **ARTICLE IX. OFFICER VACANCIES**

### **SECTION 1: President/Chairperson of the Board**

- (a) If the office of President/Chairperson of the Board shall become vacant during the term of office, whether by death, resignation, or otherwise, the Vice-President shall automatically become President/Chairperson of the Board for the remainder of the term.
- (b) If the office of the Vice-President, Secretary, Treasurer, Financial Secretary, Parliamentarian, Historian, or Chaplain shall become vacant whether by death, resignation or otherwise, a successor, in good standing, from the membership of the Association, shall be appointed to the office for the remainder of the term by the Board of Directors upon a majority vote.
- (c) If the office of the Chapter, Class or Club representative becomes vacant during the tenure of the holder, a successor shall be chosen from the local chapter, class or club previously represented by that person.

## **ARTICLE X. ELECTION OF OFFICERS**

**SECTION 1:** The officers of the Association shall be nominated by the Nominating Committee and elected by the members of the Association as provided in Article IV. Section 1 and governed by Article IV. Section 2-4 of the By-Laws of the Association.

## **ARTICLE XI. CHAPTERS, CLASSES OR CLUBS**

**SECTION 1:** Local Chapters, Classes and Clubs may be chartered by the Board of Directors when any group of ten (10) or more alumni and ex-students apply in writing for such a Charter. A Charter may be granted by a majority vote of the Board of Directors.

**SECTION 2:** Each Chapter, Class or Club shall have the power to pass By-Laws for regulation of its affairs in matters not herein provided.

**SECTION 3:** Each Chapter, Class or Club shall have the power to elect one of its members to serve as a representative on the Association's Board of Directors, as a Director.

**SECTION 4:** Local Chapters, Classes and Clubs chartered by the Board of Directors shall not have the power or authority to solicit funds in the name of the National Alumni Association.

**SECTION 5:** Any club, group, class, chapter or any organization operating as an Alumni organization using the name or brand of PVAMU National Alumni Association must be affiliated and a fully sanctioned organization of the existing PVAMU National Alumni Association which is the sanctioned organization with a proper exempt status under IRS Code Section 501(C)3.

## **ARTICLE XII.**

### **EXECUTION OF DOCUMENTS AND INSTRUMENTS FOR PAYMENT OF MONEY**

All deeds, mortgages, leases, transfers, contracts, and other obligations made, accepted or endorsed by the Association or the Board of Directors, except checks, notes, drafts, and other instruments for the payment of money, shall be signed by the Treasurer and/or President or designated agent. The Directors may authorize and empower one or more officers or agents of the Association to execute and deliver papers and documents or to do any other acts on behalf of the Association including any required by or convenient in dealing with governmental authorities.

## **ARTICLE XIII.**

### **DISSOLUTION AND DISTRIBUTION OF ASSETS**

The Association may be dissolved at any annual or special business meeting, notice of which contains a proposal for such dissolution, by a majority vote of two-thirds (2/3) of the members entitled to vote and appearing in person or by proxy.

Upon the dissolution of the Association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of all of the assets of the Association exclusively for the purpose of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

## **ARTICLE XIV.**

### **AMENDMENTS TO CONSTITUTION**

#### **SECTION 1: Proposed Amendments**

Amendments to the Constitution may be proposed by the Board of Directors or any Chapter, Class or Club of this Association.

- (a) Proposed amendments to this Constitution shall be submitted to the Secretary of the Association on or before April 15 each year, in the form of a memorandum which details the purpose, rationale and effect of said proposal on the Associations' operations and procedures and the economic impact, if adopted.
- (b) The exact knowledge of the proposed amendment will be drafted by the Associations' Legal Advisor, after consultation with the Board of Directors, and then submitted to the sponsor(s) for approval.

- (c) The Secretary of the Association shall send copies of the proposed amendment(s) to all Chapters, Classes and Clubs of the Association as well as to all members of the Association who are not affiliated with a Chapter, Class or Club, at least thirty (30) days prior to the date the proposal is to be voted upon. The Secretary shall notify all such persons of the date and place said amendment(s) shall be voted upon. Copies can be sent by mail, fax or email.

**SECTION 2:** Vote on Amendment to the Constitution

- (a) A two-thirds (2/3) majority of those present in the meeting where the amendment is presented to the Association shall be required for the adoption.
- (b) Amendments become effective on the first day of the second month following the Association's Annual Convention.

## **ARTICLE XV.**

### **PARLIAMENTARY AUTHORITY**

**SECTION 1:** Robert's Rules of Order, (revised edition), shall govern the Association in all cases in which they are not in consistent with this Constitution or the By-Laws and any special rules order that the Association may adopt.

**BY-LAWS**  
**OF THE**  
**PRAIRIE VIEW A&M UNIVERSITY**  
**NATIONAL ALUMNI ASSOCIATION, INCORPORATED**

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**ARTICLE I.**  
**OFFICERS AND DIRECTORS**

**SECTION 1: Responsibilities**

The entire control of the Association and its affairs, funds and property, its operation and activities shall be vested in the Board of Directors. The Board of Directors shall have the responsibility for maintaining liaison with governmental officials, the governing board and the administration of the University. The Board shall meet at least four (4) times per fiscal year.

**SECTION 2: Election**

The President/Chairperson of the Board of Directors, Vice-President, Secretary, Treasurer, Financial Secretary, Parliamentarian, Historian, and Chaplain shall be nominated by the Nominating Committee and elected by the voting members of the Association as provided in Article IV, Section 1 of these By Laws.

**SECTION 3: Succession**

- (a) If the office of President/Chairperson of the Board shall become vacant during his /her tenure, whether by death, resignation, or otherwise, the Vice-President shall automatically become President/Chairperson of the Board for the remainder of the term.
- (b) If the office of the Vice-President, Secretary, Treasurer, Financial Secretary, Parliamentarian, Historian, or Chaplain shall become vacant whether by death, resignation or otherwise, a successor, in good standing, from the membership of the Association, shall be appointed to the office for the remainder of the term by the Board of Directors upon a majority vote.
- (c) If any other offices or positions of the Association, other than those of Chapter, Class or Club representatives and student members, shall become vacant during the tenure of office, whether by death, resignation , or otherwise , a successor shall be appointed by the President/ Chairperson of the Board of Directors from the membership of the Association.
- (d) If the office of a Chapter, Class or Club representative on the Board of Directors becomes vacant during the tenure of the holder thereof, a successor shall be chosen by the membership of the local Chapter, Class or Club he or she represents on the Board of Directors.

#### **SECTION 4: Resignation and Removal**

- (a) Any Officer or Director of the Association may resign by filing with the President or Secretary a written resignation which shall be immediately if no effective date is indicated or on the effective date as indicated in the letter.
- (b) The Board of Directors may remove any Officer for cause by a two-thirds (2/3) vote, at any regular or special meeting of the Board of Directors, provided that notification has been sent by certified mail to the Officer proposed for removal at least thirty (30) days before final action is taken. This notification must include the reason(s) why the action is being taken, the date, time, when and the location where the Board of Directors is to act on the removal. The Officer shall be given an opportunity to be heard on the matter being considered by the Board of Directors at the time and location mentioned in the notice.

#### **SECTION 5: Meetings of the Board of Directors**

- (a) The Board of Directors shall meet on a quarterly basis (four times) to be designated by the President/Chairperson of the Board of Directors. Meetings may be conducted by electronic communication, at a designated location or a combination of the two methods. Special meetings may be called by the President/Chairperson of the Board of Directors or by any three members of the Board.
- (b) The President/Chairperson of the Board of Directors has the authority to call an Executive committee meeting only in the case of an extreme emergency. Call meeting should be in the form of electronic communication only.
- (c) The Board of Directors may hold an Electronic Meeting (i.e., WebEx, Go-to-Meeting, Telephone conference, Skype) as a regular, special or executive committee meeting. The meeting is conducted to the extent of the state law governing such meeting. The President/Chairperson of the Board shall have the authority to such meeting within the prescribed time as outlined in the approved procedures for electronic meetings governing the meetings. The procedures also extend to committee meetings of the PVAMU National Alumni Association.
- (d) Voting during these electronic meetings will be conducted in the appropriate manner. Issues will be offered via the usage of Robert's Rules of Order procedures. Each person voting will identify their name and vote for recording purposes. Votes during electronic meetings will have the same force and effect as a vote taken during an in-person meeting. Electronic voting may also include using secure, legitimate and proven voting modules, such as Survey Monkey (which is a 2017 closed tool used for individual voting) to collect and tabulate such votes.

### **SECTION 6: Quorum**

A majority of the Board of Directors present and voting shall constitute a quorum for any meeting of the Board of Directors. In addition to a face-to-face meeting, a majority of Board of Directors members identified as participating in an electronic meeting format or a combination of a face to face and electronic meeting, shall constitute a quorum for voting purpose.

### **SECTION 7: Action Without Meeting of Directors**

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if consent in writing, setting forth the action so taken, is signed by all members of the Board of Directors. The consent shall have the same force and effect as a unanimous vote at a meeting and may be stated as such in any document or instrument.

### **SECTION 8: Reports**

- (a) The President/Chairperson of the Board of Directors shall make a written report of the quarterly activities at the Board of Directors meeting and an annual report at each summer annual meeting.
  
- (b) One month prior to each board of directors and annual summer meeting of the Association, the Treasurer shall render to the Board of Directors a complete written report of all monies received and disbursements made, which shall be audited by an outside accounting firm licensed to operate in the State of Texas. The audit report shall be presented in writing at each annual summer meeting of the Association.

## **ARTICLE II. COMMITTEES**

### **SECTION 1: Authorization**

The National Association and each of the several Chapters, Classes and/or Clubs shall establish and maintain the standing committees herein set forth: Scholarship and Student Recruitment, Fund Raising, Finance, External Affairs and Nominating.

### **SECTION 2: Regulation**

The National Committees and chairpersons thereof shall be appointed by the President/Chairperson of the Board with the consent of the Board of Directors.

### **SECTION 3: Special Committees**

The President/Chairperson of the Board of Directors, with the consent of the Board of Directors, may appoint such special committees as may be necessary to conduct the affairs of the Association.

### **SECTION 4: Qualifications**

To serve as a national committee member you must be an active member of both the national and the local Chapter, Class or Club.



## **SECTION 5: Term and Vacancies**

Except as may be otherwise provided in these By -Laws, committee members shall serve during the term of the President/Chairperson of the Board or Local President who appointed them, or until their successors have been appointed. Vacancies on committees shall be filled in the same manner as original appointments.

## **SECTION 6: Number of Committee Member**

Except as may be otherwise provided by these By-Laws, committees are comprised of Board of Directors members who are selected on a volunteer basis or committee chairpersons may ask for volunteers. Each committee should be comprised of odd numbers beginning from 3.

## **SECTION 7: Committee Procedures and Reports**

Except as may be otherwise provided in these By-Laws, each Committee shall determine its own methods of procedures and shall submit to the Association such reports as the President/Chairperson of the Board of Directors or the Board of Directors may require from time to time.

## **SECTION 8: Duties and Composition of Standing Committees**

**Committees shall comprise of odd numbers of members beginning with 3.**

### **(a) Scholarship and Student Recruitment Committee**

The Scholarship and Student Recruitment Committee shall be composed of no less than five (5) members and it shall be chaired by the Vice-President of the Association. The committee shall work through and with the several local Chapters, Classes or Clubs and the University recruitment office to identify and encourage outstanding students to attend Prairie View A&M University.

### **(b) Fund Raising Committee**

The Fund-Raising Committee shall be composed of no less than five (5) members. The committee shall develop programs and procedures to obtain grants, gifts, endowments and other funds for the benefit of Prairie View A&M University.

### **(c) Finance Committee**

The Finance Committee shall be composed of no less than five (5) members and it shall be chaired by the Treasurer or Financial Secretary of the Association. The committee shall be responsible for all matters concerning the fiscal affairs of the Association and it shall make recommendations to the Board of Directors of the Association on all fiscal affairs of the Association.

### **(d) External Affairs**

The External Affairs Committee shall be composed of no less than five (5) members. This committee shall be responsible for all external affairs of the Association, including relations with the University.

### **(e) Nominating Committee**

The Nominating Committee shall be composed of no less than five (5) members. The Nominating Committee shall make nominations for all the National offices set forth in Article-V of the Constitution.

## **ARTICLE III.**

### **VOTING**

#### **SECTION 1: Eligibility for Voting/Voting Requirements**

To be eligible to receive a ballot, the active member must have paid dues to the Association at least thirty (30) days prior to the date of sending electronically or mailing the ballot. Such eligible member, Chapter, Class or Club shall hereinafter be referred to as "Voter or "Voters."

#### **SECTION 2: Ballot or Vote**

Each active member of the Association shall be entitled to one (1) vote or one (1) ballot.

#### **SECTION 3: Chapter, Class or Club**

Each financial Chapter, Class or Club shall be entitled to two (2) ballots that shall be cast by the President of the Chapter, Class or Club.

#### **SECTION 4: Voting Requirements**

To be eligible to receive a ballot, the active member must have paid dues to the Association at least thirty (30) days prior to the date of mailing the ballot. Such eligible member, chapter, class or club shall hereinafter be referred to as "Voter" or "Voters".

## **ARTICLE IV.**

### **ELECTION AND BALLOTING PROCESS**

#### **SECTION 1: Nominating Committee Report**

At a meeting of the Association to be held biannually and during the Alumni day activities on the Prairie View A&M University campus, the Nominating Committee shall make its report on the nominations of those officers referred to in Article V of the Constitution.

#### **SECTION 2: Additional Nominations**

Any active member present at the meeting referred to in Section-1 above may make additional nominations from the floor.

#### **SECTION 3: The Ballot**

The Nominating Committee reports the names of those individuals nominated from the floor at the meeting which shall comprise of the candidates for the offices designated and the nominations shall be closed at that time.

#### **SECTION 4: Balloting Procedures**

A. As soon as practicable after nominations have been closed, but not later than ten (10) days, the Nominating Committee shall cause to be prepared and sent, to each Chapter, Class or Club, ballots for each active member of the Association in that Chapter, Class, or Club. A ballot shall also be prepared and sent to each active member of the Association who is not a member of a local Chapter, Class or Club. Each financial Chapter, Class or Club shall also receive two (2) ballots. Copies can be sent by mail, fax or email.

B. Balloting procedures are as follows:

(a) A ballot containing the names of the candidates for each office, which shall be in such form as the Committee shall decide, but without distinction as to the manner of nomination of the candidate.

(b) An example shall be provided for the return of each ballot. The envelope shall have the word "BALLOT" on its face; beneath said word, a line for the signature of the voter.

(c) A letter of instructions will be included to explain how to vote said ballot, specifying the last date and hour which it shall be postmarked when received by the NAA Office Administrator to be considered eligible.

(d) Upon receipt of the ballot and envelope, to cast a valid ballot, the voter shall be required to:

- (a) Mark the ballot, in the space provided on the ballot, expressing his or her vote for as many nominees as there are positions to be filled within each office, but no more; and
- (b) Place the ballot in the envelope provided therefor, which shall be signed by the voter.

(e) The date set for the last date on which the ballot shall be received as a valid vote shall be ten (10) days prior to the beginning of the National Convention.

(f) Promptly following the expiration of the time for returning ballots, the Nominating Committee and the Treasurer of the Association shall meet, and they shall determine that the persons signing each return envelope containing a ballot is duly qualified to vote.

(g) All valid envelopes containing the ballots are to be opened and the ballots are to be deposited in a ballot box, then the canvas of the votes shall proceed.

(h) The election shall be determined by a plurality of votes cast. If there is a tie vote, the candidates involved shall cast lots to determine the election of the position affected.

(i) When the canvas has been completed, the Nominating Committee shall certify the results of the election to the Board of Directors.

(j) The President/Chairperson of the Board shall make a public announcement of the results of the election certified to the Board of Directors.

#### **SECTION 5: Election of officers by Acclamation or Unanimous Consent**

During the required process of certifying the election ballot of qualified applicants seeking to serve in an elected position on the Board of Directors, if it is determined that the certified ballot is presented without any competition for any position on the certified ballot, it will be deemed an "unopposed ballot." The presented candidates can then be considered "elected" upon the cast of one vote by the national secretary.

## **ARTICLE V. FINANCES**

### **SECTION 1: Treasurer**

The Treasurer shall be responsible for managing the funds of the Association and is primarily responsible for fundraising. He or she shall manage funds and give bond in an amount to be determined by the Board of Directors. The treasurer is responsible for giving a financial report at each Board of Directors Meeting and/or upon the request of the President/Chairperson Board of Directors. The report must show all expenditures and balances.

### **SECTION 2: Financial Secretary**

The Financial Secretary is the lead accounting executive of the association. The duties of the officer are to provide financial leadership and is instrumental in forming accounting strategies to provide broad visionary responsibilities in championing financial status and condition of the association. Hands on management may also be required for the viability of the association. May be summoned by the President to serve as the Chairperson for the Finance Committee.

### **SECTION 3: Membership Dues**

#### **(a) Amount:**

The Board of Directors in consultation with the Association's Finance Committee shall set the amount of annual dues required to be paid by active members, Chapters, Class or Clubs. The Board of Directors in consultation with the association's finance committee may from time to time request additional donations for specific activities or programs.

#### **(b) Active Members/Chapters/Clubs/Classes:**

The dues, assessments, and affiliation fees for Chapter, Classes and/or Clubs shall be payable on September 1st for the current fiscal year. If dues and/or affiliation fees are not paid by September 1<sup>st</sup>, the Chapter, Class or Club is considered inactive and will not have a vote at any meeting until dues and affiliation fees are paid in full and required report forms are turned in.

#### **(c) Delinquency:**

Any member, Chapter, Class or Club who shall fail to pay dues, affiliation fees, or assessments by 1 September is inactive. If those inactive chapters, classes, clubs or members have not paid dues, affiliation fees, assessments and turned in required reports by the following December 1<sup>st</sup> they shall be automatically suspended from the Association.

#### **(d) Local Chapters, Classes or Clubs:**

The Association dues, assessments, and fees may be collected by the local Chapter, Classes and Clubs and forwarded to the National Association Treasurer.

#### **(e) Per Capita Dues, Fees, etc.:**

The Association shall be on a per capita basis.

#### **(f) Life membership reserve fund:**

The Finance Committee will recommend what percentage of the life membership dues will be allocated to operations. The percentage will be presented to the Board of Directors for approval.

**SECTION 4: Fiscal Year**

The fiscal year of this Association shall be from September 1 of the current year through August 31 of the following year.

**SECTION 5:**

**(a) Disbursements**

All disbursements shall be by check or drafts signed by the Treasurer and co-signed by the President/Chairperson of the Board, Secretary or NAA Administrator.

**(b) The Board of Directors**

At each annual meeting, the Treasurer will present a budget for all expenditures for the upcoming fiscal year, to the Board of Directors for approval.

**ARTICLE VI.**

**AMENDING THE BY-LAWS**

**SECTION 1:**

Proposed changes of these By-Laws shall be submitted to the assembled Association by a written resolution that states an intent to amend these By-Laws.

**SECTION 2:**

The adoption of a resolution, submitted in the manner set out in Section 1 above, by a majority vote of the members of the Association in attendance at a regularly scheduled meeting shall thereby be an amendment to these By-Laws, provided the exact language of the resolution has been drafted by the Associations' Legal Advisor and approved by the sponsor thereof.

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**RATIFICATION DATE & SIGNATURES**

The revision and update of these Constitution and By-Laws has been duly presented to the voting body and acted upon as witnessed by the following:

**Approved this 25th day of July 2019**

*In witness thereof:*

\_\_\_\_\_  
**President/Chairperson of the Board of Directors**

\_\_\_\_\_  
**Secretary**