

(AMENDED 1991)

ARTICLES OF AMENDMENT
OF THE
FLORIDA A&M UNIVERSITY
NATIONAL ALUMNI ASSOCIATION, INC.

PREAMBLE

In an effort to foster a spirit of loyalty, fraternity, and scholarship, to promote the continuous active interest in and support of Florida Agricultural and Mechanical University, to effect united action on behalf of and for the general welfare of Florida Agricultural and Mechanical University as an educational institution of higher learning; we, the graduates and former students of Florida Agricultural and Mechanical University, do hereby ordain and establish this Constitution of the Florida Agricultural and Mechanical University National Alumni Association, Inc.

ARTICLE I
NAME AND SYMBOL

Section 1. This organization shall be known as the Florida Agricultural and Mechanical University National Alumni Association, Inc.

Section 2. The Symbol of the organization shall be the same as the University's official seal with "National Alumni Association, Inc.," appropriately inscribed.

ARTICLE II
PURPOSE

Section 1. The purposes of the Association are as follows: To enhance and insure the continued existence of Florida A&M University in any manner not inconsistent with this Constitution, and function exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 2. Notwithstanding any other provision of this Constitution, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE III
SUPREMACY OF THE CONSTITUTION

Section 1. By the authority of this Constitution, all power to contract, operate, maintain, and otherwise carry out the lawful purposes of this Association, rests with the membership of the Association.

Section 2. When the general membership is not in session, the authority is ~~to~~

contract, operate, maintain, and otherwise carry out the lawful purposes of the members is entrusted to the officers and Executive Board of this Association.

Section 3. All powers not specifically delegated to the Association in the Constitution and By-Laws rest with the membership.

ARTICLE IV MEMBERS

Section 1. Alumni of the former Normal School, all alumni of Florida A&M College, and Florida A&M University, and persons who have completed one semester or trimester or one quarter and who left in good standing, shall be eligible for full membership in this Association.

ARTICLE V OFFICERS

Section 1. Only active full members of this Association shall be eligible to hold national office.

Section 2. The officers of the Association shall be a President, First Vice President, Second Vice President, Third Vice President, ~~State President for Florida~~, all Regional Vice Presidents, Secretary, Treasurer, Financial Secretary, Publicity Director,²Parliamentarian, ~~seven~~, At-Large Committee Persons (one from each of the established regions),²Chaplain, and⁴General Counsel.

Section 3. The regular affairs of the Association shall be administered by an officer or officers agreed upon by the Executive Board.

ARTICLE VI EXECUTIVE BOARD

Section 1. The Executive Board shall control and manage the affairs of the Association, in accordance with the Constitution and By-Laws. They shall have the power to authorize all acts on behalf of the Association, except as limited by this Constitution and the By-Laws of the Association. The Executive Board may make rules for the conduct of its own meetings, and in the absence of any such rules, said meeting shall be conducted according to Robert's Rules of Order. Any such rules inconsistent with the Constitution and By-Laws shall not be valid.

ARTICLE VII COMMITTEES

Section 1. The President or Executive Board may create and appoint committees to assist in the purposes and objectives of the Association, these committees shall perform such functions and make reports as the President or Executive Board shall determine and define.

ARTICLE VIII
MEETINGS

The Association will meet ~~twice~~ a year. One meeting will be during the weekend of commencement. The second meeting shall be held during the winter at a time and place as determined by the Association.

ARTICLE IX
ORDER OF BUSINESS

The order of business of the Association, shall be, insofar as is practicable, as follows:

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| 1. Devotion | 5. Unfinished and New Business |
| 2. Call to Order | 6. Election of Officers (every (3) years) |
| 3. Reading of Minutes
of Previous Meeting | 7. Installation of Officers
(every (3) years) |
| 4. Report of Committees | 8. Adjournment |

The order of business may be changed by affirmative vote of the majority of the members present at the meeting.

ARTICLE X
RULES OF PROCEDURE

The proceedings and business of the Association shall be governed by Robert's Rules of Order (latest edition), unless otherwise provided herein.

ARTICLE XI
CHARTERS OF AUTHORITY

- Section 1. The National Association through the Executive Board may grant a charter of authority to chapters having ten (10) or more active members of the National Association.
- Section 2. The National Association, through the Executive Board may establish and grant a charter of authority to each regional office (chapter).

ARTICLE XII
ELECTIONS

The officers of the Association will be elected as prescribed in this Constitution and By-Laws.

ARTICLE XIII
BY-LAWS

- Section 1. By-Laws shall be adopted pursuant to this Constitution.

Section 2. By-Laws shall be adopted by a simple majority vote of the general membership at an annual meeting.

ARTICLE XIV AMENDMENTS

Section 1. This Constitution may be amended at an Annual Meeting or any meeting called for the purpose, by a two-thirds (2/3) majority vote for ratification of the active members present at such meeting, provided that such amendments have been filed with the Secretary in writing sixty (60) days prior to the meeting. The Secretary shall provide notice to all chapters either in writing sixty (60) days prior to the meeting. The Secretary shall provide notice to all chapters either in writing or by publication of intent to amend, not less than thirty (30) days notice shall include proposed amendments to the Constitution. In an emergency or situation which would adversely limit the effective operations of the Association, a suspension of a portion of the Constitution for a specified time may be placed into effect by a two-thirds (2/3) majority vote of active members present.

Section 2. President shall appoint active members of the Association to review this Constitution at least once every two (2) years for possible revision and updating. Proposed amendments, if any, shall be submitted for ratification by the Association at the next subsequent Annual Meeting of the Association in compliance with this Constitution.

Section 3. Any amendments ratified by the membership shall be filed with the Secretary of the State as an authenticated copy of such change as a part of the Articles of Incorporation. Only through a Constitutional change may the Articles of Incorporation be changed, amended or modified, and vice versa.

Section 4. This Constitution and all amendments shall be attested by the signing of the appropriate officer present at the time of ratification and word signed and witnessed by the following officer.

ARTICLE XV DISSOLUTION

Section 1. Upon the dissolution of the Association, Inc., assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not so disposed of by the Court of Common Pleas of the county in which the principal office of the Association, Inc., is then located, exclusively for such purposes or to such organizations or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.