

SOUTHERN UNIVERSITY ALUMNI FEDERATION

BYLAWS

ARTICLE I NAME AND TITLE

Section 1. The name and title of the corporation shall be the SOUTHERN UNIVERSITY ALUMNI FEDERATION.

ARTICLE II DOMICILE

Section 1. The domicile of the corporation shall be at Southern University, Baton Rouge, Louisiana.

ARTICLE III MISSION AND PURPOSES

Section 1. The mission is to support the goals and objectives of the Southern University System and its campuses through recruitment, financial support, public relations, community outreach, talent, loyalty, dedication and commitment to high standards.

Section 2. The purposes for which the Federation is organization are exclusively religious, charitable, scientific, literary and educational as defined by Section 501(C)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue law or revision to the code.

ARTICLE IV OBJECTIVES

Section 1. The Federation objectives shall be:

- a. To unite the graduates and former students of the Southern University System campuses
- b. To foster a spirit of cooperation and fellowship between the Institution and its graduates
- c. To promote the welfare of the Southern University System and its campuses through financial contributions
- d. To encourage and stimulate wholesome school spirit

ARTICLE V
GOVERNANCE AND ADMINISTRATION

Section 1. The corporate powers shall be exercised by the Executive Board. The President, Executive Board and Executive Council are authorized to promulgate bylaws, rules, and procedures relating to governance and administration as outlined in the Articles V, VIII, IX, and X of the Federation Articles of Incorporation.

ARTICLE VI
MEMBERSHIP

Section 1. The membership of the Federation shall be classified as follows:

- a. Regular
- b. Associate
- c. Honorary
- d. Life
- e. Subscribing Life
- f. Enhanced Life
- g. Association

Section 2. Regular members are those persons who graduated from the Southern University System at any of its campuses or who attended the Southern University System for at least one semester but did not receive a degree, diploma, or certificate and have paid the dues prescribed in the Federation Financial Policy and Procedures Manual.

Section 3. Associate members are those persons comprising Southern University System faculty & staff members at any of its campuses or interested persons not having attended Southern University System, and have paid the dues prescribed in the Federation Financial Policy and Procedures Manual.

Section 4. Honorary members are those persons who have rendered exceptional or distinguished service to the Southern University System at any of its campuses, and who are recommended and approved for such membership (i) by the Executive Board, (ii) by Executive Council, or by the membership at the Federation annual meeting.

Section 5. Life members are those persons who fulfill the requirements for the regular or associate membership and have paid the dues prescribed in the Federation Financial Policy and Procedures Manual.

Section 6. Subscribing Life members are those persons who fulfill the requirements for the regular or associate membership and have chosen to become Life members through a payment plan as prescribed in the Federation Financial Policy and Procedures Manual.

Section 7. Enhanced Life members are those persons that would like to continue giving to the Federation and are defined by levels comprising Ruby, Sapphire, and Diamond. Fees associated with each level are prescribed in the Financial Policy and Procedures Manual.

Section 8. Associations are those organized campus, departmental, or professional alumni associations of Southern University that may be recognized as constituent professional association entities upon approval of their articles of incorporation and bylaws, which do not contravene or conflict with the Federation Articles of Incorporation and Bylaws by a majority vote of the Executive Board and have paid the affiliation fees as prescribed in the Federation Financial Policy and Procedures Manual, and that have been approved as an affiliate by the Executive Board. The presidents of such associations shall serve as members of the Executive Council.

Section 9. In addition to meeting the Federation Financial Policy and Procedures Manual membership requirements, any local chapter or association shall also submit (a) its constitution and bylaws, and (b) current membership roster with contact information to the Federation Alumni Office.

Section 10. Regular, life, subscribing life, and enhanced life members shall serve as voting members whereas associate, honorary, and associations shall serve as non-voting members.

ARTICLE VII LOCAL CHAPTERS

Section 1. A minimum of five persons who are eligible for membership and have paid the dues prescribed in the Federation Financial Policy and Procedures Manual may organize a local chapter. Such chapter may be established after securing approval of the Executive Council.

Section 2. Should any chapter have fewer than five financial members and has not paid the Chapter Affiliation Fee as prescribed in the Federation Financial Policy and Procedures Manual, the chapter shall be declared inactive by the Executive Board. The Executive Board may grant a waiver if requested in writing by the affected local chapter upon presentation of written documentation supporting the waiver request.

Section 3. The local chapter should present evidence of programs consistent with the mission, purposes, and objectives as outlined in Articles III and IV of the Bylaws.

Section 4. Each local chapter shall keep informed of all federal, state, and local laws, ordinances and regulations and all orders and decrees of bodies or tribunals having any jurisdiction or authority over non-profit organizations, which affect the Southern University Alumni Federation, local chapters, or the conduct of its members.

Section 5. Each local chapter and its members shall at all times comply with such laws, bylaws, ordinances, codes, regulations, orders and decrees referenced in Section 4.

Section 6. Each local chapter and its members shall at all times comply with the Articles of Incorporation and Bylaws of the Southern University Alumni Federation, Executive Board and Executive Council regulations, rules, orders, decrees, policies, and procedures.

Section 7. Each local chapter shall hold harmless and/or indemnify Southern University Alumni Federation, its officers and directors against any claim or liability arising from violation of any such law,

bylaw, ordinance, code, regulation, order or decree referenced in Section 5, whether by the local chapter or its members.

Section 8. Each local chapter shall submit to the Southern University Alumni Federation office the Chapter Affiliation Fee as prescribed in the Federation Financial Policy and Procedures Manual.

ARTICLE VIII OFFICERS AND DUTIES

Experience in partnership formation, team building, effective leadership, fundraising, public speaking, and commitment to transparency will insure successful efforts to support the Southern University System and its five campuses. These are expected skills and qualities for those who are candidates for national elective office positions. The Executive Board and Executive Council shall approve policy, procedures and candidate evaluation criteria. The Nomination and Election Committee shall insure that all election activities are conducted in accordance with the policy and procedures, and that all candidates approved for the ballot meet established candidate evaluation criteria.

Section 1. The officers of the Federation shall be: President, First Vice President, Second Vice President, Third Vice President, Recording Secretary, Financial Secretary, Treasurer, Parliamentarian, Chaplain, Sergeant-At-Arms, Historian, General Counsel, and Executive Assistant to the President.

Section 2. Any officer of the Federation shall be a Life member and a regular member of a local chapter unless a local chapter does not exist in the area where the officer maintains residence.

Section 3. Any officer of the Federation shall be in good standing as prescribed in the Financial Policy and Procedures Manual.

Section 4. The President shall preside over all meetings of the Federation, the Executive Board and the Executive Council; shall appoint committees; and provide leadership to the activities of the Federation. The President shall call special meetings of the Executive Board, Executive Council, and Federation members. The President appoints the Financial Secretary, General Counsel, and Executive Assistant to the President. The President shall oversee the activities of the Executive Director and all other officers and staff of the Federation. The President shall present the Federation position to the Board of Supervisors and other public forums. The President shall perform such other duties as usually pertain to this office.

Section 5. The First Vice President shall act as President when for any reason the chair becomes vacant. The First Vice President shall coordinate the public affairs and fundraising activities of the Federation, and perform any other duties and responsibilities as determined by the President, Executive Board or Executive Council.

Section 6. The Second Vice President shall be responsible for directing the membership activities of the Federation, and perform any other duties and responsibilities as determined by the President, Executive Board or Executive Council.

Section 7. The Third Vice President shall be responsible for student relations comprising recruiting, retention, and mentoring, and perform any other duties and responsibilities as determined by the President, Executive Board or Executive Council.

Section 8. The Recording Secretary shall record, maintain, and have reference copies of all official meetings.

Section 9. The Financial Secretary shall receive donations and collect monies, and maintain accurate records of such donations and collections. The Financial Secretary shall maintain records of the transfer of such donations and collections to the Treasurer who has the fiduciary duty and responsibility to deposit into Federation accounts. The duties and responsibilities of the Financial Secretary shall be under the direct supervision of the President.

Section 10. The Treasurer shall provide oversight over the disbursement of Federation funds, subject to the approval of the Executive Board, or the mandates of the Executive Council, or the membership at the Annual Meeting of the Federation. The Treasurer shall provide periodic financial statements and financial reports. The Treasurer shall serve as the Chairperson of the Finance Committee. A minimal requirement for the Treasurer position shall encompass having an accounting background or having served previously as Treasurer in another organization.

Section 11. The Parliamentarian shall interpret the rules of the parliamentary procedures as they relate to the conduct of all meetings, when requested to do so by the presiding official.

Section 12. The Chaplain or designee shall open and close each meeting with the appropriate ceremony and shall be responsible for this service in all other meetings when such is required.

Section 13. The Sergeant At Arms shall assist the presiding officer in maintaining decorum and enforcing the rules relative to privileges in meetings. The Sergeant At Arms shall keep the meetings cleared of unauthorized persons.

Section 14. The Historian shall establish and maintain records of significant Federation events. Records of such events that have historical value include pictures, DVDs, audio and video tapes. The Historian shall coordinate activities with the First Vice President. The Historian shall make arrangements with the Executive Director for transferring such records to the Southern University System archives.

Section 15. The General Counsel shall provide representation for the Federation in all legal matters. The General Counsel shall advise the President, Executive Board, and Executive Council on legal ramifications of any action or motion, when such advice is requested.

Section 16. The Executive Assistant to the President (Optional) is appointed by the President. The person appointed shall provide information management support and perform other administrative duties as directed by the President.

Section 17. If a vacancy occurs in the position of President, the First Vice President shall assume the vacated officer position. If a vacancy occurs in the position of First Vice President, the Second Vice President shall assume the vacated officer position. If a vacancy occurs in the position of Second Vice President, the Third Vice President shall assume the vacated officer position. If a vacancy occurs in the

position of Third Vice President, the President (with assistance from Executive Board) shall vet candidates recommended by the Executive Council. Subject to majority vote of Executive Council, the President shall appoint a person to assume the vacated officer position.

ARTICLE IX ELECTION OF OFFICERS

Section 1. All officers of the Federation, except the General Counsel, Financial Secretary, and Executive Assistant to the President, shall be elected at the Annual Meeting.

Section 2. The method of balloting during elections shall be determined by the Executive Council prior to the Annual Meeting. All regular, life, subscribing life, and enhanced life members shall receive ballots at least 60 days prior to the Annual Meeting.

Section 3. A full-time employee of the University or the Federation, whose primary duty and function as an employee involves the administration, management, or operations of SUAF is not eligible to participate as a candidate for elected officer of the Federation. This provision does not apply to part-time employees, contract employees, or other employees not involved in the day-to-day operation, management, and administration of the affairs of the Federation. (Amended 06.2024)

ARTICLE X TERM OF OFFICE

Section 1. All elected and appointed officers shall serve two-year terms.

Section 2. Any elected or appointed officer may not serve more than two consecutive terms.

ARTICLE XI EXECUTIVE DIRECTOR

Section 1. The Executive Director shall have the responsibility for day-to-day operations of the Federation including directing, coordinating and supervising all employed personnel of the Federation in the performance of their duties and responsibilities. In the execution of the Federation mission and purposes, the Executive Director works with the Federation President and reports to the Executive Board on a regular basis or as required by the Executive Board.

Section 2. The operational responsibilities of the Executive Director include:

- a. Developing an annual operational plan and report
- b. Maintaining a working knowledge of significant developments and trends in Federation operations and programs
- c. Maintaining Federation records, including but not limited to, employee, membership, budget, contracts, assets, and all other resources
- d. Coordinating Federation events, strategic communications, and community relations
- e. Establishing and managing volunteer groups and ad hoc committees to enhance mission implementation

- f. Providing administrative support for Federation meetings and other activities
- g. Enhancing the collaborative relationships with Southern University System administrators, campuses administrators, faculties, Federation officers, alumni chapters, university and Federation affiliated associations, students, and supporters
- h. Reporting financial information to the Federation Treasurer

Section 3. The Executive Director shall serve as a non-voting member of the Executive Board and the Executive Council.

ARTICLE XII EXECUTIVE BOARD

Section 1. The Executive Board shall consist of the elected and appointed Federation officers.

- a. The Chairman of the Southern University Foundation Board shall serve as an Ex officio member provided the President of the Federation Board is also authorized by the Foundation to serve as an Ex officio member of its Board of Directors. (Amended 06.2024)

Section 2. Only elected positions shall serve as voting members of the Executive Board.

Section 3. A quorum shall not be less than fifty-one percent of those entitled to vote on the Executive Board. Quorum may be waived by those in attendance. No votes shall be taken on any matter whenever the quorum requirement is waived.

Section 4. The Executive Board shall convene and take timely and appropriate actions on matters that constitute overriding exigencies, i.e., emergency situations that (i) threaten the Federation or the Southern University System or its campuses; and (ii) preclude convening the Executive Council. Minutes of such Executive Board meeting and any action taken are subject to the review of the Executive Council.

Section 5. The Executive Board shall select a certified public accountant to audit the Federation books and to report the findings at annual meetings.

Section 6. The Executive Board shall declare inactive any chapter which fails to meet the provisions contained in Article VII of the Bylaws.

ARTICLE XIII EXECUTIVE COUNCIL

Section 1. The Executive Council shall consist of the following:

- a. Officers of the Federation
- b. The immediate past President of the Federation
- c. The current President, or designee of each chapter
- d. The Executive Director
- e. Southern University Foundation Chairman (Ex officio)
- f. Southern University Foundation Chief Executive Officer (Ex officio)
- g. SGA/SBA Presidents of all campuses (Ex officio) (Amended 06.2024)

Section 2. The Executive Council shall be empowered to make such bylaws as it may deem necessary and to amend the same from time to time, subject to the approval of the Federation at the Annual Meeting.

Section 3. The Executive Council shall require the Treasurer and the Financial Secretary to be bonded in an amount not less than the average cash sum which the Treasurer and the Financial Secretary will handle at any given time.

Section 4. A quorum for an Executive Council meeting shall be not less than fifty-one percent of the Executive Council members eligible to be present for such meeting. Eligible members are (a) the Executive Board and (b) presidents of local chapters and associations that have remitted annual affiliation fees. If there is no quorum, the meeting shall not be deemed official. In a subsequent second meeting, the quorum requirement may be waived. The notice requirement applies to all meetings.

ARTICLE XIV STANDING COMMITTEES

Section 1. Nomination and Election Committee. The President shall appoint a Nomination and Election Committee Chair prior to the National Elections. The Nomination and Election Committee Chair (with assistance from Executive Board) shall select a committee. The Nomination and Election Committee shall be responsible for selecting a slate of officer candidates that conform with current approved election documentation.

Section 2. Finance Committee. The President shall appoint a finance committee with the Treasurer serving as the chairperson. The committee is responsible for developing the proposed Federation annual budget, evaluating the Federation's financial position, and other initiatives assigned by the Executive Board. The committee shall provide written recommendations to the Executive Board.

Section 3. Southern University Young Alumni Network (SUYAN) Committee. The chairperson shall be appointed by the President. The committee is comprised of all SU alumni up to age 40 and is responsible for implementing outreach initiatives to increase the opportunity for young alumni participation.

Section 4. All other committees shall be ad hoc committees appointed at the discretion of the President.

Section 5. Federation activities, projects, action plans, etc. are delegated to standing and ad hoc committees. The chairpersons of such committees are either national officers or Federation members appointed by the President, Executive Board, or Executive Council. Committee chairpersons shall designate a committee member to record committee meeting minutes. Chairpersons are responsible for preparing and presenting written reports at Executive Board, Executive Council, or annual meetings as required. Copies of committee minutes and reports shall be transmitted to the Federation Recording Secretary for archival purposes.

**ARTICLE XV
MEETINGS**

Section 1. The Federation Annual Meeting shall be held in the first month of the fiscal year.

Section 2. The date, time and place of the Annual Meeting shall be determined by the Executive Council.

Section 3. Notice of the Annual Meeting shall be mailed to each active chapter at least sixty (60) days prior to the date of the meeting.

Section 4. The term “meetings” includes Annual Meeting and any special meetings.

**ARTICLE XVI
PARLIAMENTARY PROCEDURES**

Section 1. Robert’s Rules of Order, Revised shall govern the conduct of meetings.

**ARTICLE XVII
FISCAL YEAR**

Section 1. The fiscal year for the Federation and each chapter shall be July 1 through June 30 of the following year.

**ARTICLE XVIII
REMOVAL OF OFFICERS**

Section 1. The Executive Board shall promulgate rules and procedures relating to the removal of elected officers.

Section 2. Code of Ethics. Federation officials, i.e., elected and appointed officers, committee chairpersons and committee members in the performance of their respective duties and responsibilities are expected to comply with the Federation Bylaws, policies, Executive Board and Executive Council directives, and any outside agency rules governing non-profit organizations.

Section 3. The Executive Board shall develop the procedures for processing any complaint related to failure with the code of ethics. The procedures shall be disseminated to affiliated organizations (local chapters and associations), regular members, and Life members.

**ARTICLE XIX
AMENDMENTS**

Section 1. Any proposed amendment to the Bylaws requires sixty (60) day notice to all active chapters and posting on the Federation website. The written notice with the proposed amendment shall be signed by the Parliamentarian and the Federation President.

Section 2. Articles of Incorporation shall be amended upon proper motion and by a two-thirds vote of the eligible voters attending an Annual Meeting.

Section 3. Additions to or amendments of Bylaws require proper motion and majority vote of Executive Board per Article XII prior to being placed on election ballot.

ARTICLE XX OFFICIAL PUBLICATION

Section 1. The official publication of the Federation shall be the **SOUTHERNITE**.

Section 2. The editor of the **SOUTHERNITE** shall be responsible for its publication which shall contain news of interest to and about Southern University System alumni.

Section 3. The Executive Director shall have the employment and supervisory responsibility for the **SOUTHERNITE** staff.

ARTICLE XXI FEES AND MEMBERSHIP DUES

Section 1. Each local chapter shall comply with the requirements as prescribed in the Federation Financial Policy and Procedures Manual.

ARTICLE XXII FEDERATION SEAL, LOGO AND TRADEMARK

Section 1. The Executive Board shall promulgate rules, procedures and guidelines relating to the use of the Federation seal, logo and trademark.

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