



**CONSTITUTION AND BY-LAWS
TO GOVERN
NORTHERN VIRGINIA CHAPTER
OF THE
VIRGINIA STATE UNIVERSITY ALUMNI ASSOCIATION, INC.**

(also known as VSUAA NOVA Chapter)

**Adopted: September 20, 1996
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**P. O. BOX 4038
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**NORTHERN VIRGINIA CHAPTER
of the
VIRGINIA STATE UNIVERSITY ALUMNI ASSOCIATION, INC.**

By-Laws

Article I. NAME AND LOCATION OF ASSOCIATION

The legal name of the organization is, "Northern Virginia Chapter of the Virginia State University Alumni Association, Incorporated (herein after referred to as "the Association" or "the Chapter" and also known as "the Northern Virginia Chapter" or "VSUAA NOVA Chapter") having its principal office in the State of Virginia.

The Association is an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or a successor statute.

Article II. PURPOSE

The purpose of the Association is to fund educational scholarships, loans and other types of financial aid to worthy individuals, both undergraduate and graduate, to provide financial aid to Virginia State University, to assist community groups and individuals in educational, civic improvement and charitable activity, to accept and make donations of money, property, real or personal, to invest in real estate and personal property for educational and charitable purposes to enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with or incidental to the accomplishment of the nonprofit purposes of the Association.

Article III. MEMBERSHIP

Section 1. Membership Term. Membership is available upon payment of the prescribed dues for the appropriate class of membership during a given fiscal year. The fiscal year for the Chapter will begin on July 1 and end on June 30.

Section 2. Classes of Membership. There shall be four classes of membership (a) Active (regular); (b) Life; (c) Associate; (d) Honorary as follows:

- a) **Active members** are those individuals who attended Virginia State University, or its previous designation and who pay annual dues to the local Chapter. All active members shall have the right to vote and hold an elected office.
- b) **Life Members** are persons who have become a "lifetime" member at the national level may do so by paying a fee as stipulated by the Board of Directors at Virginia

State University Alumni Association (VSUAA). Life members must also pay their annual local Chapter dues.

- c) **Associate members** are those individuals who may or not have attended Virginia State University (and did not graduate) the University but have been granted membership by a local chapter and who pay annual dues. All Associate members shall have the right to vote and hold an elected office.
- d) **Honorary members** shall include persons elected by the Executive Board who have made an outstanding contribution to the local Chapter or University. All honorary members shall have the right to vote and hold an elected office.

Section 3. Honor. All members shall consider themselves honor bound, as far as possible, to study the subjects under the consideration by the organization and to perform literary or committee work assigned them in furtherance of the objective for which the organization is formed.

Section 4. Membership Dues. Dues in this Association shall be of two types, National, which is paid to the National VSU Alumni Association and Local, which is for the operation and maintenance of the local Chapter as further defined below:

- a) The annual National Alumni dues shall be thirty dollars (\$30.00). The Annual Local dues shall be twenty-five dollars (\$25).
- b) National VSUAA dues for the fiscal year shall be due and payable on/or before the April meeting.
- c) Local Chapter dues shall be payable by the first regular scheduled meeting in September or any subsequent meeting thereafter but no later than March of the current fiscal year.
- d) The record of the National and Local portions of the membership dues shall be kept by the local treasurer separate from the record of the general funds of the Chapter.

Article IV. MEETINGS

Section 1. Regular Meetings. The regular meetings of the Chapter shall be held on the first Saturday of each month, September through June inclusive, unless otherwise ordered by the Chapter or the first Saturday weekend intersects with a national holiday. The regular meeting shall then be held on the following Saturday.

Section 2. Annual Meetings. The regular meeting on the first Saturday in June shall be known as the Annual Meeting. The purpose being to receive annual reports of officers and committees, electing officers, when applicable and conducting any other business that may arise.

Section 3. Special Meetings. Special meetings may be called by the President or the Executive Board or upon the written request of ten (10) members of the Chapter. The purpose of the meeting must be stated in the call. A five (5) day notice shall be given, except in the case of an emergency.

Section 4. Quorum. Ten (10) members of the Chapter shall constitute a quorum at any meeting.

Article V. OFFICERS

Section 1. Designation. The principal officers of this Association shall be President, Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary, Treasurer, Chaplain, Historian/Reporter, and such additional officers as may be designated. The principal officers and Executive Board are the same body.

Section 2. Election of Officers. The officers of this Association shall be elected biennially at the May meeting by the majority vote of those voting at the annual meeting, and shall serve for a period of two years and until their successors are elected and qualified, unless removed by the Executive Board. Any vacancies in any offices shall be filled by majority vote of the Executive Board.

Section 3. Removal of Officers. Upon an affirmative vote of a majority of the members of the Executive Board, any officer may be removed, either with or without cause, and his successor may be elected by a majority vote of the Executive Board at any regular or special meeting of the Executive Board.

Section 4. Officer Duties

A. President. Shall be the chief executive officer of the Chapter. He/she shall preside at all meetings of the Chapter and Executive Board. The order of all meetings shall be in accordance with Robert's Rules of Order. He/she shall appoint all committee members and Chairpersons. The President shall be an ex-officio member of all committees, except the Nominating Committee. The President can be one of the signatories for the disbursement of Chapter funds. The President shall maintain liaison with the President of the National VSU Alumni Association and the Virginia State University's President. The President shall appoint the Parliamentarian.

B. Vice-President. Shall assume and exercise all powers, authorities and duties of the President during his /her absence. Oversee all chapter operations and program activities to ensure follow-up on goals and actions. Serve as President in the event the elected President leaves office prior to the completion of the elected term. In such a case, the person serving as Vice-President will serve until the next regularly scheduled election. Review reports of chapter activities.

C. Recording Secretary. Shall keep accurate minutes of the meetings of the Chapter and the Executive Board and shall see that all notices are duly given in accordance with the provisions of these bylaws. He/she shall be custodian of all documents including records, reports, statements, books and certificates. Assist whenever and wherever possible in the organization of local chapters. Encourage Executive Board members to perform their duties as prescribed in the Bylaws. Represent the VSUAA at University events in which representation is needed or requested. Represent the Chapter on occasions in which the President and the Vice-President might not be able to attend or represent the chapter.

D. Correspondence Secretary. Shall receive and distribute correspondence for the Chapter. Perform the usual duties of this office and other duties assigned by the Executive Board. Handle all correspondence for the Chapter; keep the President posted on all correspondence received and sent in the name of the Chapter. Notify all Board members and chapter presidents of special meetings as appropriate. Send appropriate data and materials to other alumni chapters and the University's Office of Institutional Advancement. Read all correspondence at the meetings.

E. Financial Secretary. Shall maintain a financial roll of members, receive and record all monies payable to the Chapter and turn same over to the treasurer and obtain a receipt for monies received. The Financial Secretary may be required to give a bond for the performance of his/her duties in such amount as the Chapter may determine. Collects monies from any sources, records receipts and tracks funds received in cash receipts document, reports each month on funds/monies collected and transferred to the Treasurer. Serves as a member of the Budget and Finance Committee. Compiles membership records. Sends out notices that dues are due.

F. Treasurer. Shall have supervision over the funds, receipts and disbursements of the Chapter. He/she shall in general perform all duties and have all authority incident to the Office of Treasurer. Shall perform other duties and have other authority as maybe assigned or granted to him/her by the Chapter or Executive Committee. He/she may be required to give a bond for the performance of his/her duties in such amount as the Chapter may determine. Pay all bills as directed by the Executive Board. Assist in preparing an annual budget of estimated receipts and expenditures. Balance and reconcile checking accounts. Prepare a budget and financial report for the annual meetings of the VSUAA, Inc. Serve as a member of the Budget and Finance Committee.

G. Chaplain. Shall conduct devotions at all Chapter meetings

H. Parliamentarian. Shall advise the President/Presiding officer on issues of meeting procedures not specifically covered by the Chapter's Constitution and By-laws. Review all actions proposed and taken to assure that they are in compliance with the By-laws of the VSUAA and/or adopted parliamentary authority. This is an advisory position appointed by the President.

I. The Historian. Shall research historical dates relevant to the development of the National VSUAA devise and maintain a chronology of all materials and documents that have historical value and serve as the liaison between the National VSUAA and the University archivist. Ensure all historical documents will be easily located and properly stored

J. The Immediate Past-President. Advise the President on procedures, policies, traditions, previous board actions that might affect actions of the current board of which the current board may not be aware. Represent the Chapter on occasions in which the President, the Vice-President might not be able to attend or represent the Chapter.

K. VSUAA Board of Directors Representative. Shall represent the Chapter at all National VSUAA meeting, teleconferences, etc. Attend all National VSUAA Board meetings or be responsible for sending an alternate or a proxy if he/she cannot attend the meeting. Chair and/or serve on various committees. Serve as liaison between the Board and his/her Chapter. Assist in planning and coordinating any sponsored activity.

Article VI. EXECUTIVE BOARD

Section 1. Composition. The Executive Board shall consist of the elected officers of the Chapter and the Standing Committees. This Board shall carry out the policies and procedures directed by the membership and the National VSU Alumni Association.

Section 2. Duties and Powers. The Chapter President shall preside as Chairperson of the Executive Board. The Executive Board shall have general supervision of the affairs of the Chapter between its business meetings; make recommendations to the Chapter; and perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the Chapter, and none of its acts shall conflict with actions taken by the Chapter. The Executive Board shall meet on issues/business of the Chapter that requires action which cannot wait for the regular scheduled meeting.

Article VII. STANDING COMMITTEES

The President may establish, change and terminate standing committees as necessary to meet the purpose of the Association.

Section 1. Nominating Committee. Shall be appointed annually by the President of the Association. The principal functions of this committee shall be assigned by the President of the Chapter. The principal functions of this committee will be: prepare a slate of persons eligible for election to the Board of Directors and Officers of the Association; delineate the procedure for voting for Directors and Officers; and supervise the election process.

Section 2. By-laws Committee. Shall review all actions proposed and taken to assure that they are following the Bylaws of the VSUAA and/or adopted parliamentary authority. Ensure Parliamentarian is a member of the committee.

Section 3. The Budget and Finance Committee. Shall consist of not less than three Board members, one of whom shall be the Treasurer, financial secretary, President or Vice President. Plan and develop a proposed Association budget annually and maintain fiscal practices and programs to support the Association's financial needs. Encourage fiscal responsibility as related to VSUAA's assets. Act as custodians of Association funds and monitor the spending to be sure that the budget is being adhered to and that funds are not expended without proper authority. Review the records of the Financial Secretary and the Treasurer quarterly. Coordinates annual audits with the Audit Committee subject to no conflict of interest or internal control issue per Association policies. An annual operating budget shall be prepared and presented to the Executive Board in April. It will be presented to the general body and voted on at the May meeting.

Section 4. The Fund-Raising Committee. Shall plan and coordinate activities that will raise funds for the annual chapter operations and scholarship giving campaign. The committee shall plan for and execute fund-raising projects that are following the University's Board of Visitors fund-raising guidelines.

Section 5. The Legislative Committee. Shall have the Parliamentarian as a member of this committee. Review legislation, both state and federal, which may have an effect on VSU. Explore and recommend positions the Alumni Association should take on various legislative or political issues. Secure financial support for the institution from local, state, and federal governmental sources.

Section 6. The Membership Committee. Shall develop programs and strategies to increase membership, retain those currently active members, establish commitments with previous members and recruit new members for the Association. Main duties consist of the following: recruit new members, urge delinquent members to become active and develop guidelines and procedures for the qualifications, dues, etc. of Associate Members. Establish an annual goal to increase the number of active contributing members; conduct an annual membership drive; and make an annual report of committee achievements.

Section 7. The Program Committee. Shall be responsible for recommending and planning activities for alumni, Homecoming, Alumni Weekend and other University activities in conjunction with the Office of Alumni Relations. Main duties consist of the following: outline the annual program and activities of the Chapter.

Section 8. The Recruitment Committee. Shall be responsible for the Association's student recruitment program and work cooperatively with VSU's Student Recruitment Program.

Section 9. Heritage and Archives Committee. Shall have charge of all properties of the organization except such as are in actual use, subject to the direction of the

Association. Seek out items of significance to the Association; stimulate interest in collecting and preserving items of historical significance to the Association; identify, record, and catalog items collected; initiate measures to preserve archival items; and encourage and initiate writing and documentation of significant events.

Section 10. The Awards Committee. Shall develop awards and recognition programs for alumni, faculty, staff, and students of the University on behalf of the Chapter. Serve as the recommending committee to the Board of Officers for recipients of special alumni awards. No committee shall be authorized to create any financial liability unless the President and the Executive Board shall have approved it, as to its purpose and amount. A majority of each committee shall constitute a quorum, and any questions may be decided by a majority vote of those in attendance.

Section 11. Young 90s+ Committee. Shall Share ideas around fundraising events that will engage our younger members and attract new members. Discuss social events for the chapter where we can interact as a group outside of our committee responsibilities.

Section 12. Communications Committee. Shall be responsible for obtaining news from local chapter members, VSUAA Board Members, the University, and communicating news through print and electronic means, including social media.

Section 13. Scholarship Selection Committee. Shall develop the scholarship selection criteria; manage distribution, collection and evaluation of scholarship application; determine the annual awardees; and present the awards approved by the VSUAA NOVA Chapter to the recipients.

Section 14. The Scholarship Committee. Shall ensure that all logistics for the Chapter's annual scholarship dinner and dance. Such logistics are but not limited to- secure a location for the event, set date and time of the event, coordinate with the venue's hospitality pricing of space and other supplies, secure entertainment and mister and mistress of ceremonies, set program agenda.

Section 15. Audit Committee. Shall audit the Treasurer 's accounts in junction with the budget and finance committee, certify to its correctness and present its report at the Annual meeting (1st Saturday in June). One committee member shall have an accounting/financial background.

Article VIII. PARLIAMENTARY AUTHORITY

The Parliamentary Authority shall be as indicated in Robert's Rules of Order, latest edition. These rules shall govern the Chapter in all cases for which they are applicable and in which they are in consistencies with the aforementioned bylaws and by special rules of order.

Article IX. AMENDMENT AND REVISION

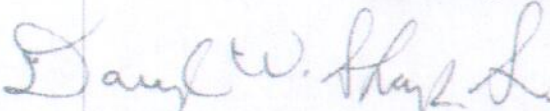
These Bylaws may be amended at the Annual Meeting by a majority vote, provided that the amendment or revision has been submitted to the Board in writing at least thirty (30) days prior to the meeting. If a proposed action has not been previously submitted in writing to the Board of Directors as stated above, the Board has the authority, if it so deems, to accept the action for review. The Board may, subsequently, recommend approval or disapproval at its next quarterly meeting.

Article X DISSOLUTION OF THE ORGANIZATION

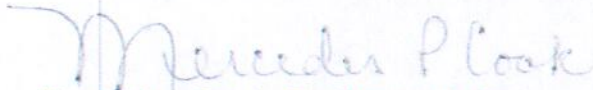
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local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

Revised Bylaws dated March 13, 2014

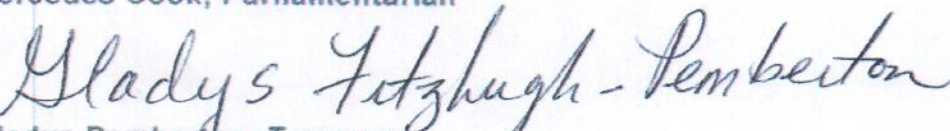
October 1, 2020



Darryl Sharp, Sr. By-laws Committee Chair, Vice-President



Mercedes Cook, Parliamentarian



Gladys Pemberton, Treasurer



Brenda Stith Finch, President