



# Bylaws

## DSUAA Bylaws Revision History

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## **Article I: Name**

This organization shall be known as the *Delaware State University Alumni Association, Inc.*, hereafter referred to as *the Association*.

## **Article II: Objectives**

The objectives of the Association shall be to **aid Delaware State University in making and maintaining an excellent accredited university**, to assist in **forming, fostering, and carrying out programs of growth, development, expansion, and improvement for the university**; to **help students and ex-students** of the university; and to **unite all graduates and ex-students** in a strong organization **for their mutual** educational, social, and cultural **well-being**.

## **Article III: Members**

To be considered an Active Member of the Association, the individual must pay required national dues. Members who pay dues ONLY to a local chapter, are not considered active members of the association. An active member is to be referred to as a 'financial' member or 'member in good standing.' Membership applications should be submitted to DSUAA.

### **Section 3.1: Membership Classifications**

#### **Section 3.1.1: Class A Alumni Member (Regular Member)**

Any person who received a degree from Delaware State University or who was in attendance for one or more years shall be eligible for Class A membership in the Association.

#### **Section 3.1.2: Class B Non-Alumni Member (Associate Member)**

Husbands, wives, parents of alumni members, Delaware State University faculty and staff members, and community members shall be eligible for Class B membership in the Association. Class B members shall have all the privileges of membership except those of proposing motions, voting at membership meetings, and holding elective office.

#### **Section 3.1.3: Honorary**

Honorary members shall be those individuals who have made noteworthy contributions to the Association and to Delaware State University. The following guidelines apply for Honorary members:

- A. An active alumni chapter, a financial Association member or the Executive Board of the Association shall recommend candidates for Honorary membership.
- B. Honorary membership shall be approved by a majority vote at the Annual Convention.
- C. Honorary membership shall be conferred at the Annual Convention or at the Honorary Members Banquet.
- D. Honorary members shall have all the privileges of membership except proposing motions, voting, and holding elective office.
- E. Honorary members shall not pay dues.
- F. Honorary members shall not be counted in the quorum.

## **Section 3.2: Membership Status**

### **Section 3.2.1: Annual Membership Status**

Members who have not acquired Life Membership Status shall be required to pay annual National dues to be considered as Active Members of the Association. These Active Members, who have not begun subscribing to Life Membership, shall be given annual membership status.

### **Section 3.2.2: Life Membership Status**

Class A and Class B members shall be eligible for Life Membership Status. Members may acquire Life Membership Status upon completion of Life Membership dues. All members with Life Membership Status are considered active members within the Association and shall be exempt from paying annual National dues. Members who acquire Life Membership Status are required to pay all applicable annual Chapter dues to be considered an active member within a local chapter.

### **Section 3.2.3: Subscribing Life Membership Status**

Subscribing Life Membership Status may be acquired by members who are making payments towards completion of the Life Membership dues.

### **Section 3.2.4: Recent University Graduate Membership Status**

The first time a person graduates from the University, at the bachelor's, master's, or doctoral level (one graduation only), the University graduate shall have their national membership dues waived for the first membership year. Recent graduates shall enjoy the same benefits as Class A Annual Members. Upon completion of applicable local chapter dues, recent graduates shall then enjoy the same benefits as alumni members with chapter affiliation. Each local chapter shall determine if the local chapter dues for recent graduates is waived for the first year.

### **Section 3.2.5: Members-At-Large Status**

A Member-at-Large is a Class A member or a Class B member who elects to affiliate with the Association at the National level only.

## **Section 3.3: Dues and Fees**

The Association shall be financed by dues and fees from members and by appropriate contributions. The Association's membership year, which defines the time frame for the payment of dues, shall be consistent with the University's fiscal year of July 1- June 30. Members of the Association shall pay national dues, and if applicable local chapter or affinity group dues beginning on July 1<sup>st</sup> annually for the upcoming fiscal year. The member's active status will be applied upon receipt of membership dues payment.

### **Section 3.3.1: Class A Alumni Member Dues**

National dues for Class A Alumni Members shall be **\$50.00** per year. Five dollars from dues for Class A members should be placed in the Legacy Scholarship Fund and \$5.00 shall be given to Delaware State University Foundation to increase alumni giving.



### **Section 3.3.2: Class B Associate Member Dues**

National dues for Class B Associate Members shall be **\$25.00** per year.

### **Section 3.3.3: Life Membership Status Dues**

The dues required in order to obtain Life Membership Status for Class A Members shall be \$1,000 to be paid in full within three (3) years of initial payment. The dues required in order to obtain Life Membership Status as a Class B member shall be \$500.00 to be paid in full within three (3) years of initial payment.

### **Section 3.3.4: Subscribing Life Membership Dues**

Payments of any amount may be provided in pursuit of Life membership Status. There is no limit to the number of payments which can be made.

### **Section 3.3.5: Honorary Member Dues**

Honorary Members shall not pay dues.

### **Section 3.3.6: Local Chapter Dues**

All members shall annually pay Local Chapter dues, as applicable. Life members shall pay local dues annually. Individual chapters shall establish amount of local chapter dues. A member who pays local chapter dues, is not considered an active member of the association, unless the member has paid national dues. A member of the association may join any chapter regardless of geographical location, as long as the member pays the applicable dues for that local chapter. There is no limit to the number of local chapters a member may join, as long as the dues are paid for each local chapter the member is a part of.

### **Section 3.3.7: Affinity Group Dues**

All members shall annually pay Affinity Group dues, as applicable. Life members shall pay Affinity Group dues annually. Individual groups shall establish amount of Affinity Group dues. A member who pays Affinity Group dues, is not considered an active member of the association, unless the member has paid national dues. A member of the association may join any Affinity Group of their choice, as long as the member pays the applicable dues for that local chapter. There is no limit to the amount of Affinity Groups a member may join, as long as the dues are paid for each Affinity Group the member is a part of.

## **Section 3.4: Rights of Members**

### **Section 3.4.1: Rights of Class A Members**

Class A Members shall have the following rights, when financial for the current fiscal year:

- Shall be eligible to nominate candidates, to vote, and to hold elective office in the association
- Shall be eligible to attend membership meetings and to participate in deliberations
- Shall be eligible to serve on committees

### **Section 3.4.2: Rights of Class B Members**

Class B Members shall have the following rights, when financial for the current fiscal year:

- Shall be eligible to attend membership meetings and to participate in deliberations
- Shall be eligible to serve on committees

## **Article IV: Divisions**

### **Section 4.1: Securing a Charter**

The Association may grant a charter at the Annual Convention to a local chapter or affinity group when the requirements as listed in the bylaws are met. The chapter in development or affinity interest group must present their eligibility to the membership committee for review by the Executive Board. The Executive Board shall approve the chapter in development or affinity interest group for consideration by the body at the Annual Convention; or the Executive Board may vote to call a special general body meeting to approve the charter prior to the convention. Organizations not chartered, will be considered non-affiliated as far as involvement with the Association is concerned. Upon the chapter or affinity group's completion of all requirements to become chartered, the Association shall issue a charter to that chapter or affinity group. The Association shall also provide to the chapter an official letter of charter and all other documents deemed necessary for the chapter or affinity group to operate as part of the Association.

### **Section 4.2: Local Chapters**

The Association shall charter local alumni chapters consisting of ten or more Class A Members who reside in the same geographic area. (This geographical requirement is for initial chartering purposes only.) Ten or more Class A members may apply to charter an alumni chapter of the Association. Each chapter shall adopt bylaws and standing rules providing they do not conflict with the bylaws of the Association. The Executive Board of the Association shall approve Chapter Bylaws and Standing Rules.

#### **Section 4.2.1: Local Chapter Geographic Boundaries**

For the purposes of organization and determining applicability of individual members' dues payable at the national, region, and chapter levels, each chapter shall have its own chapter geographical boundaries established as approved by the Association. Geographical areas shall be established in the following manner:

**Section 4.2.1.1:** Each chapter shall submit to the Association's Bylaws Committee Chair a

proposal for its geographical boundaries, as agreed upon by the chapter membership. The proposal shall specify the boundaries requested as defined by the state, county, zip code(s), and/or city/town.

**Section 4.2.1.2:** Upon receipt of the boundary proposal, the Membership

Bylaws Committee shall, within 45 days, review the boundary proposal and submit its recommendations to the Executive Board. The Bylaws Committee shall make the decision regarding the chapter's established boundaries and provide its decision in writing to the chapter. The Bylaws Committee may request, or the chapter may provide, additional explanation(s) as deemed appropriate to make an informed decision.

**Section 4.2.1.3:** If requested geographical boundaries partially or fully overlap each other, the Executive Board may grant shared chapter boundary areas.

### **Section 4.3: Affinity Groups**

The Association shall charter affinity alumni groups consisting of ten or more Class A Members who have a common area of interest. Each affinity group shall adopt bylaws and standing rules providing they do not conflict with the bylaws of the Association. The Executive Board of the Association shall approve Affinity Group Bylaws and Standing Rules.

### **Section 4.4: Good Standing**

A Chapter or Affinity Group is in good standing if at least three of the following six criteria are met:

1. 10 or more financial members (Must be financial at the National level)
2. Chapter has held at least 6 meetings over the past year
3. Chapter President (or designated attendee) has attended 75% of the National meetings over the past year
4. Chapter has hosted at least two events per year for members to participate in (this could be a social, community outreach, professional development, or other form of event)
5. Chapter provides a scholarship or other form of support to DSU student(s). Support can be financial or non-financial (consisting of time, knowledge, or other non-monetary resources.)
6. Chapter has representative on at least one National Committee or has participated in at least one event hosted by National

#### **Section 4.5: Charter Governance**

The Association, through the Executive Board, reserves the right to take any and all actions to ensure that Chapters and Affinity Groups conform to the mandates of the Constitution, Bylaws, and Policies and Procedures of the Association. Such actions may include the supervision of elections at any Chapter or Affinity Group; pursuant to such Chapter or Affinity Group constitution, bylaws, policies, or appropriate actions taken by its elected officers.

#### **Section 4.6: Losing a Charter**

Any charter of authority may be suspended or revoked by the Executive Board, by a two-thirds (2/3) majority vote, whenever the Chapter or Affinity Group is in violation of Association rules and the Board shall deem that just cause for suspension or revocation is present. However, a full hearing on charges may be held before the Executive Board, at which time the person or persons of its choice may represent the Chapter or Affinity Group. Any such Chapter or Affinity Group suspension or revocation shall not invalidate or impair the membership in the Association of any member of the Chapter or Affinity Group. When a charter is revoked, the chapter or affinity group should remove the association's ID from the associated corporate bank account.

#### **Section 4.7: Regions**

There shall be eight (8) geographic regions: Northeast, Middle Atlantic, South Atlantic, Midwest, Southern, Mountain, Far West, and International. In consultation with the Regional Director and the presidents of the affected chapters, the Executive Board shall determine the boundaries of each region. Chapters shall be assigned to a region based on the geographic location of the chapter. The regions shall promote membership, recruitment and retention and develop programs that benefit the Association and Delaware State University.

##### **Section 4.7.1 Northeast**

Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, Vermont

##### **Section 4.7.2: Middle Atlantic**

Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania

##### **Section 4.7.3: South Atlantic**

Florida, Georgia, North Carolina, South Carolina, Virginia

##### **Section 4.7.4: Midwest**

Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, Ohio, and Wisconsin

#### **Section 4.7.5: Southern**

Alabama, Arkansas, Kentucky, Oklahoma, Louisiana, Mississippi, Tennessee, Texas

#### **Section 4.7.6: Mountain**

Colorado, North Dakota, New Mexico, Idaho, South Dakota, Wyoming

#### **Section 4.7.7: Far West**

Alaska, California, Hawaii, Nevada, Oregon, Utah, Washington

#### **Section 4.7.8: International**

Any chapter whose membership is any U.S. territory or country outside of the United States

### **Article V: Officers**

#### **Section 5.1: Elected Officers**

The International elected Officers of the Association shall be **president, vice president, recording secretary, corresponding secretary, treasurer, assistant treasurer, chaplain, two alumni representatives and chair of the nominating committee.**

#### **Section 5.2: Appointed Officers**

The President shall appoint an **administrative assistant, a historian, a parliamentary, and a sergeant-at-arms**

#### **Section 5.3: Term of Office**

##### **Section 5.3.1: Election Timing**

The officers shall be elected at the Annual Convention and shall hold office for a two-year term and until their successors are elected and duly installed.

##### **Section 5.3.2: Term Limits**

No officer shall be eligible to serve more than two consecutive terms in the same office.

##### **Section 5.3.3: Position Limits**

No officer shall hold more than one office at a time.

**Section 5.3.4: Removal of Officers**

Any officer, with the exception of the President and Treasurer, may be relieved of duty by vote of the Executive Board, after recommendation by the Executive Committee. Example is dereliction of duties. The President and Treasurer may be relieved of duty by vote of the body at a called special meeting as deemed necessary.

**Section 5.3.5: Vacancy in Office**

In the event of a vacancy in the office of the President, the Vice President shall serve as President for the remainder of the term. A vacancy in any other office shall be filled by the President with the approval of the Executive Board.

**Article VI: Elections****Section 6.1:  
Elections  
Committee**

In the event of a vacancy in the office of the President, the Vice President shall serve as President for the remainder of the term. A vacancy in any other office shall be filled by the President with the approval of the Executive Board.

**Section 6.2:  
Nominating  
Procedure**

In the event of a vacancy in the office of the President, the Vice President shall serve as President for the remainder of the term. A vacancy in any other office shall be filled by the President with the approval of the Executive Board.

**Section 6.3:  
Elections  
Procedure**

All elections shall take place at the Annual Convention by ballot.

**Section 6.3.1: Election Timing**

The officers shall be elected at the Annual Convention and shall hold office for a two-year term and until their successors are elected and duly installed. The election shall take place under unfinished business, unless otherwise authorized by a 2/3 vote.

**Section 6.3.2: Ballots**

**Section 6.3.1.1:** Mail and electronic ballots are acceptable method of voting.

**Section 6.3.1.2:** Mail ballots shall be requested 60 calendar days prior to the Annual Convention. Mail ballots must be returned to the Association five (5) calendar days prior to election.

### **Section 6.3.3: Taking a Vote by Mail**

The following shall be the procedures for taking a vote by mail:

- The Recording Secretary, with assistance of the Assistant Treasurer shall obtain an up-to date membership list.
- With the ballot, include:
  - A place for the member's signature on the inner envelope.
  - Instructions on how to mark the ballot.
  - Directions on how to send back the ballot.
- Include information about each candidate for office.
- Send the ballot with two envelopes; the inner envelope for the member to insert the marked ballot.
- The member signs the outside of the inner envelope, then places this envelope with the ballot in a mailing envelope with the names and address of the Nominating Committee Chair who is responsible for collecting the ballots.
- Do not open the ballots until it is time for the tellers to count the vote.
- Tellers open each outer envelope, check the signature on the inner envelope against the membership list to see that only one vote is cast per member.
- Tellers open inner envelopes and put the folded ballots in a receptacle.
- After all envelopes are opened, tellers count the ballots.
- Record all votes on a tally sheet.

### **Section 6.3.4: Election Results**

**Section 6.3.3.1:** The officers shall be elected by majority vote

**Section 5.3.3.2:** In the event of failure to elect any officer by majority vote, further balloting on that office shall continue until a majority vote has been attained. Mail ballots shall be counted with each balloting.

### **Section 6.3.5: Installation of Officers**

**Section 6.3.5.1:** Installation of officers is the last order of business at the Annual Convention.

**Section 6.3.5.2:** The Judge of Elections, having certified the winners of each candidate for office, shall announce the names of each member elected for each office.

**Section 6.3.5.3:** Newly elected officers shall assemble in front and face the audience to receive instructions regarding the duties and responsibilities of their office and to take the Oath of Office, which shall be administered by the Judge of Elections.

**Section 6.3.5.4:** The Oath of Office shall be the following:

## **Section 6.4: Voter Eligibility**

To be eligible to vote in a national election, the member must have paid National Association dues and be considered a financial member, in good standing of the Association.

## **Article VII: Eligibility of Officers**

To run for an elected position, the member must have paid National Association dues and be considered a financial member, in good standing of the Association. Candidates for the position of President should have previously served in a DSUAA Executive Board position. Candidates for the position of Treasurer should have previous experience serving as a member of the finance committee. The eligibility requirement for the position of President, which involves having previous Executive Board experience, is null in void, when there are no eligible candidates. The eligibility requirement for the position of Treasurer, which involves having previous finance committee experience, is null in void, when there are no eligible candidates.

## **Article VIII: Duties of Officers**

The officers shall perform the duties prescribed in the Bylaws and the current edition of Robert's Rules of Order, Newly Revised.

## **Section 8.1: Elected Officers**

### **Section 8.1.1: President.**

The President Shall...

- Preside at the Annual Convention, the Executive Board, and the Executive Committee meetings.
- Appoint the chairpersons of the standing and special committees, except the Nominating Committee.
- Be the liaison between the Association and the Board of Trustees and the President of the University.
- Sign authorized orders on the treasury.
- Make appointments to fill vacancies in offices as prescribed by these Bylaws,
- Be the official spokesperson for the Association.
- Be an ex-officio member of all committees except the Nominating Committee.
- Be bonded for a sum equivalent to the net worth of the Association's treasury.
- Shall in partnership with the Vice President and Regional Directors coordinate training for the Executive Board, chapter's leadership, and affinity group's leadership including president, vice president, and treasurer.

### **Section 8.1.2: Vice President.**

The Vice President Shall...

- Assume and perform the duties of the President in the absence or at the request of the President.
- Serve as chair of the Council of Regional Directors.



- Train and coordinate the activities of the Regional Directors.
- Assist President in coordinating training Executive Board, chapter's leadership, and affinity group's leadership.

### **Section 8.1.3: Recording Secretary.**

The Recording Secretary Shall...

- Record and circulate the minutes of the Executive Committee, the Executive Board, and the Annual Convention.
- Keep a file of all committee reports.
- Keep the official membership roll.
- Maintain record books in which the minutes, bylaws, special rules of order and standing rules are entered, with any amendments.
- Prepare the agenda in concert with the President.
- In the absence of the president and vice president, call the meeting to order and preside until the immediate election of a chairperson pro tern.

### **Section 8.1.4: Corresponding Secretary.**

The Corresponding Secretary Shall...

- In the absence of the Recording Secretary, perform the duties of the Recording Secretary.
- Sends notices to the membership announcing meetings, and correspondence of the organization's events in a timely manner.
- Conducts general correspondence of the Association, excluding correspondence that is functionally proper to other officers or committees.

### **Section 8.1.5: Treasurer**

The Treasurer Shall...

- Receive all monetary funds for the organization.
- Pay all bills on behalf of the Association.
- Sign all checks on behalf of the Association, after authorization by the President.
- Maintain financial records and present financial reports to the Association meetings.
- Server as a member of the Finance Committee.
- Be bonded for a sum equivalent to the net worth of the Association's treasury.

### **Section 8.1.6: Assistant Treasurer**

The Assistant Treasurer Shall...

- In the absence of the Treasurer, perform the duties of the Treasurer.
- Serve as a member of the Finance Committee.
- Perform monthly bank reconciling
- Does not have signing privileges
- Work closely with Recording Secretary to maintain membership directory

### **Section 8.1.7: Chaplain**

The Chaplain Shall...

- Perform spiritual ceremonies at the opening and closing of all Association meetings.
- Chair the Necrology Committee.
- Prepare the annual Necrology report.

- Coordinates resolution service for deceased alumni with the Recording Secretary

### **Section 8.1.9: Alumni Representatives**

The Alumni Representatives Shall...

- Represent the Association at University activities.
- Inform the student body of the Association and its activities.
- Inform the Association of the interests and activities of the student body.

### **Section 8.1.10: Nominating Committee Chair**

The Nominating Committee Chair Shall...

- Convene the members of the Nominating Committee to prepare a slate for the Annual Convention.
- Present the report of the Nominating Committee at the Annual Convention.

## **Section 8.2: Appointed Officers**

The President shall appoint members to the roles of Administrative Assistant, Historian, Parliamentarian, Sergeant-at-Arms, Regional Directors.

### **Section 8.2.1: Administrative Assistant**

The Administrative Assistant Shall...serve at the pleasure of the President to screen calls and letters, schedule appointments, research issues and perform such other duties as assigned by the President.

### **Section 8.2.2: Historian**

The Historian Shall...

- Compile the history of the Association.
- Keep a running account of significant activities of members and of the Association.
- Prepare a report and collection of media files of the Association's activities as a part of the official history.

### **Section 8.2.3: Parliamentarian**

The Parliamentarian Shall...

- Advise the president and other officers, committee, and members on matters of parliamentary procedure.
- Serve as a member of the By-laws Committee.

### **Section 8.2.4: Sergeant-at-Arms**

The Sergeant-at-Arms Shall...

- The Sergeant-at-Arms shall assist in preserving order during Association meetings.

### **Section 8.2.5: Regional Directors**

The Regional Directors Shall...

- Be appointed by the President in consultation with each chapter in the regions.
- Coordinate the development of fundraising ideas and strategies of the chapters in the regions.

- Promote programs and activities of Delaware State University.
- Coordinate recruitment activities with the Director of Admissions.
- Assist chapters in the implementation and conduct of the Association's Projects.
- Assist President and Vice President in providing training to Chapter's Leadership and Affinity Groups Leadership.
- In conjunction with the chapter presidents in the region, plan the annual conferences. Enforce adherence to the Association Bylaws in the region.
- Provide quarterly and annual reports.

### **Section 8.3: Ex-Officio Members**

Ex-officio members shall be the Immediate Past President.

#### **Section 8.3.1: Immediate Past President**

The Immediate Past President shall be an ex-officio member of the Executive Board to serve as an advisor.

## **Article IX: Executive Board**

### **Section 9.1: Composition of the Executive Committee**

The Executive Board shall be composed of the following officers:

#### **Section 9.1.1 Elected Officers**

- President
- Vice President
- Recording Secretary
- Corresponding Secretary
- Treasurer
- Assistant Treasurer

### **Section 9.2: Composition of the Executive Board**

The Executive Board shall be composed of the following officers, who shall have all rights and privileges afforded to his or her respective office.

### **Section 9.2.1 Elected Officers**

- President
- Vice President
- Recording Secretary
- Corresponding Secretary
- Treasurer
- Assistant Treasurer
- Chaplain
- Regional Directors
- Alumni Representatives (2)
- Nominating Committee Chairperson
- Immediate Past President, Ex-Officio
- Chapter Presidents

### **Section 9.2.2 Appointed Officers**

- Administrative Assistant
- Historian
- Parliamentarian
- Sergeant-at-Arms
- Standing Committee Chairs
- Council of Regional Directors

### **Section 9.3: Executive Committee Duties and Powers**

The Executive Committee shall transact the business of the Association between Executive Board meetings.

#### **Section 9.3.1 Executive Committee Meetings**

The Executive Board shall meet monthly and at the call of the President.

#### **Section 9.3.2 Executive Committee Quorum**

Two-thirds of the members of the Executive Committee shall constitute a quorum.

### **Section 9.4: Executive Board Duties and Powers**

The Executive Board shall have general supervision of the affairs of the Association between the Annual Conventions to:

- Act on the mandates of the Association as presented at the Annual Convnetion
- Plan the Annual Convention

#### **Section 9.4.1 Executive Board Meetings**

The Executive Board shall meet quarterly in the months of September, December, March, and June, and at the call of the President.

#### **Section 9.4.2 Executive Board Quorum**

One-third of the members of the Executive Board shall constitute a quorum for the Executive Board meetings.

### **Article X: Committees**

#### **Section 10.1: General Practices**

All committee chairpersons, with the except of the Nominating Committee Chair shall be appointed by the President. All financial members may volunteer to participate on a committee.

#### **Section 10.2: Standing Committees**

##### **Section 10.2.1 Composition of Standing Committees**

The following committees shall be considered as the standing committees of the Association:

- Nominating Committee
- Finance Committee
- Membership Committee
- Program Committee
- Fundraising Committee
- Scholarship Committee
- Bylaws Committee
- Council of Regional Directors

Any other such committees may be approved by the Association.

#### **Section 10.3: Standing Committees Composition and Duties**

##### **Section 10.3.1 Nominating Committee**

The Chairperson of the Nominating Committee shall be elected at the Annual Convention in May. The Nominating Committee shall:

- It is not required but requested that each chapter provides a volunteer to serve on the committee.
- Select nominees to fill vacancies whose experience and qualities meet the needs of the

Association.

- Contact prospective nominees and obtain their consent to serve, if elected.
- Prepare and submit a slate, which includes at least one nominee for each office and the reasons for the selection of the nominees.
- Present the report at the Annual Convention.

#### **Section 10.3.2 Finance Committee**

The Finance Committee shall be composed of the Treasurer, Assistant Treasurer, and additional volunteers. The Finance Committee shall:

- Prepare a budget for the fiscal year.
- Submit the budget for approval at the Annual Convention.
- Submit amendments to the budget as needed for the fiscal year to the Executive Board at its September meeting.
- Recommend programs and activities for investing the Association's funds.
- Submit an annual report to the Annual Convention.
- Review on an ongoing basis the monthly financials

Provide report at Annual Convention providing judgement of accuracy of financial reports

#### **Section 10.3.3 Membership Committee**

The Membership Committee shall be composed of a chairperson who reports to the Vice President and four other members appointed by the President for a two-year term. The Membership Committee shall:

- Procure applications for membership.
- Coordinate the collection of membership dues with the Treasurer and Assistant Treasurer.
- Develop strategies and programs for increasing membership in the Association.
- Maintain the official membership roll in concert with the Recording Secretary
- Submit an annual report to the Annual Convention.

#### **Section 10.3.4 Program Committee**

The Program Committee composed of a chairperson and four members shall be appointed by the President for a two-year term. The Program Committee Develop and coordinate national programs and projects for the Association.

- Plan the annual program for the Annual Convention.
- Submit its program plans to the Executive Board at its September meeting.
- Submit an annual report to the Annual Convention.

#### **Section 10.3.5 Fundraising Committee**

The Fundraising Committee composed of a chairperson and four members shall be appointed by the President for a two-year term. The Fundraising Committee shall:

- The Chair of the Fundraising Committee should serve on the finance committee.
- Understand IRS requirements for non-profit organizations
- Plan and coordinate fundraising events to finance programs and activities of the Association.
- Submit an annual report at the Annual Convention.

#### **Section 10.3.6 Scholarship Committee**

The Scholarship Committee composed of a chairperson and four members shall be appointed by the President to serve a two-year term. The Scholarship Committee shall:

- Develop guidelines for the Legacy Scholarship Fund and other scholarships approved by the Association.
- Assist local chapters in the implementation of the scholarship program.
- Gather scholarship donation information from local chapters and affinity groups

Submit an annual report to the Annual Convention containing scholarship donation information

#### **Section 10.3.7 Bylaws Committee**

The Bylaws Committee shall be composed of the Parliamentarian, a chairperson and four members appointed by the President for a two-year term. The Bylaws Committee shall:

- Give a thorough and critical review of the Bylaws to detect and eliminate inconsistencies and ambiguities.
- Receive and review amendments containing intent and rationale submitted by Class A members, chapters, committees, and the Executive Board.
- Revise or combine similar amendments.
- Report its recommendations to the Class A members 60 days prior to the Annual Convention.
- Present the recommendations to the Annual Convention for a 2/3 vote on the amendments.

#### **Section 10.3.8 Council of Regional Directors**

The Council of Regional Directors shall be composed of the Regional Directors and the Vice President who shall serve as Chairperson. The Council of Regional Directors shall: Give a thorough and critical review of the Bylaws to detect and eliminate inconsistencies and ambiguities.

- Develop standard operating procedures for the local chapters.
- Develop strategies to increase local chapter membership.
- Coordinate fundraising projects in conjunction with the Fundraising Committee.
- Plan the annual Regional Conference
- Present regional report at the Annual Convention.
- Assist in providing training to Chapter Leadership and Affinity Groups

### **Article XI: Meetings**

#### **Section 11.1: Annual Convention**

##### **Section 11.1.1 Frequency**

Members of the Association shall assemble in the Annual Convention annually.

##### **Section 11.1.2 Annual Convention Quorum**

One-third of the Class A members present at the Annual Convention shall constitute a quorum

#### **Section 11.2: Executive Board Meetings**

##### **Section 11.2.1 Frequency**

The Executive Board shall meet quarterly in the months of September, December, March, and June, and at the call of the President.

##### **Section 11.2.2 Annual Convention Quorum**

One-third of the Class A members present at the Annual Convention shall constitute a quorum

### **Section 11.3: Regional Conferences**

#### **Section 11.3.1 Frequency**

Each Region shall hold its annual conference in December or July.

### **Section 11.4: Local Chapters Meetings**

#### **Section 11.4.1 Frequency**

Each chapter shall hold a minimum of six (6) meetings per year as determined by the chapter Rules of Order.

### **Section 11.5: Special Meetings**

#### **Section 11.5.1: Requirements**

**Section 11.5.1.1:** The President may call special meetings of the Association, with the concurrence with one-third (1/3) of the members of the Executive Board.

**Section 11.5.1.2:** Twenty-five financial Class A members of the Association, exclusive of the President, may call a special meeting

**Section 11.5.1.3:** The call for a special meeting shall be filed with the Recording Secretary, who shall fix the time, place, and type of the meeting and notify the membership ten (10) days prior to the date of the meeting.

**Section 11.5.1.4:** The call shall include the specific reason for the Special Meeting.

### **Section 11.6: Electronic Meetings**

#### **Section 11.6.1: Eligibility**

The Executive Board, Executive Committee, Standing Committees and Special Committees are authorized to meet by telephone conference or through other electronic communications media so long as all members may simultaneously hear and participate during the meeting.

#### **Section 11.6.2: Notification**

All members of the meeting must be listed in the "to" part of the e-mail. All replies to e-mails should be to "all" so all participants receive the same information, i.e., minutes, agenda, committee reports, announcements, etc.

#### **Section 11.6.3: Guidelines**

The following shall be the guidelines for electronic meetings:



- Each conference meeting must be arranged at least 48 hours in advance of the call.
- Each member shall seek recognition from the chair before beginning to speak.
- Each member should identify himself prior to speaking.
- Motions will be voted on by voice vote or by roll call vote or by general consent.
- The minutes of the meeting shall be approved at the next in-person meeting unless all members have received them prior to the meeting.
- Have a start and stop time for the meeting.
- Establish a quorum through roll call.
- Each member should receive minutes, agenda, and reports at least 24 hours prior to the meeting.
- Actions taken at electronic meetings must be ratified at the next in-person meeting.

## **Article XII:** **Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the Association in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Association may adopt.

## **Article XIII:** **Amendments**

These Bylaws may be amended at the Annual Convention by a 2/3 vote of financial Class A members present and voting. Proposed amendments containing intent and rationale must be published to the membership at least 60 days prior to the Annual Convention.

## **Article XIV: Policies and** **Procedures/Standing** **Rules**

Policies and Procedures/Standing Rules include details related to the administration of the Association rather than parliamentary procedure. These rules require a majority vote to adopt; can be suspended for the duration of a meeting by a majority vote; can be amended at a meeting by a majority vote without previous notice and can be rescinded by a two-thirds vote without previous notice or by a majority vote with previous notice.

**These Policies and Procedures/Standing Rules remain in effect until rescinded or amended.**