

CONSTITUTION AND BYLAWS
OF THE
JACKSONVILLE, FLORIDA CHAPTER
OF
THE UNIVERSITY OF TENNESSEE
NATIONAL ALUMNI ASSOCIATION

Revised 04/19/2005

Article I - Name

The official name of this organization is The ***Jacksonville, Florida Chapter of the University of Tennessee National Alumni Association***. This organization is formed as an alumni chapter of the National Alumni Association of The University of Tennessee.

Article II - Purpose

The purposes of The Jacksonville, Florida Chapter of the University of Tennessee National Alumni Association (hereafter referred to as “the Chapter”) are:

- a. To support the activities of The University of Tennessee toward the realization of its educational, academic, and extra-curricular programs which promote the balance of a well-rounded education, in every possible manner;
- b. To promote and support the goals and objectives of the National Alumni Association of The University of Tennessee;
- c. To establish and promote goals and chapter projects which tend to strengthen the ties between the members, the chapter, the community and the University;
- d. To unite for social purposes those persons who are interested in the distinguished record and future progress of The University of Tennessee; and
- e. To act as an agency for the dissemination of information regarding the educational advantages of The University of Tennessee.

Article III – Chapter Membership

Section 1

All persons who have successfully completed a minimum of 24 semester hours or the equivalent at any campus of The University of Tennessee, who reside in the Greater Jacksonville area, and are no longer enrolled as undergraduate students on any campus of the University are automatically members of this Chapter. No dues shall be required or collected to constitute membership in the National Alumni Association, or in the local Chapter.

Section 2 AFFILIATE MEMBERSHIP

All present and past members of the faculty of The University of Tennessee and of the Board of Trustees of the University residing in the Greater Jacksonville area are considered affiliate members of the Chapter. This also includes non-alumni friends and supporters of The University of Tennessee.

Section 3 ASSOCIATE MEMBERSHIP

All husbands, wives and/or significant others of alumni and all persons who have children in attendance at any campus of The University of Tennessee shall be eligible for associate membership in this chapter.

Section 4

All individuals meeting the above requirements shall be referred to as members of the National Alumni Association. Each member will fall into one of the two categories listed below:

Member - an individual meeting the above criteria.

Active Member - an individual meeting the above criteria as well as participating in the previous or present year of the Annual Giving Program.

Section 1 Membership

A. General Membership:

The Board of Directors shall consist of active past presidents who have served as President within the three prior years (limited to a maximum of three Past-Presidents at any one time), current officers, local members of the Board of Governors, and members elected at-large. Members elected at-large shall number no less than five (5) and no more than ten (10) and shall serve for a three (3) year term with unlimited re-election of terms. The term limit of Past-Presidents shall be retroactive. For example, during the fiscal year of 2005-2006, only those Past-Presidents for 2002-2003, 2003-2004 and 2004-2005 would automatically serve on the Board of Directors.

Between annual elections, the Board of Directors may, by two-thirds vote of a quorum of its members, fill any vacancies of Board members and officers that may occur. A director may resign at any time by giving written notice to the President. The directors shall serve without compensation.

B. Presidents Emeritus:

All past presidents of the Chapter shall be given the honorary title "President Emeritus." This title does not include voting privileges.

Section 2 Requirements for Membership

To be considered an active member, all Directors must attend at least two (2) Chapter Board Meetings a year and at least one (1) Chapter function each year. Any member, who misses three (3) consecutive meetings, will be removed from the Board of Directors, by majority vote at any regularly scheduled meeting of the Directors.

Those Directors who relocate their permanent residences outside the Chapter's assigned geographical boundaries will be automatically removed from the Board.

Section 3 Chapter Governance

The government of this Chapter and direction of its activities between annual meetings shall be vested in the Board of Directors.

Section 4 Meetings

The Board of Directors shall meet quarterly on the second Tuesday of the first month of each quarter, beginning in July of each year. At the first meeting, the President shall establish the time and place for successive meetings. Special Meetings of the Board of Directors may be called upon written or e-mailed request of five (5) members of the Board, with no less than 15 days notification.

Notification of Board Meetings shall be distributed to Board Members via e-mail, regular mail or telephone at least 10 days prior to such meetings. The presence of one-third of the total members of the Board constitutes a quorum.

Only those Directors present at a meeting may vote. Presence may be established by video-conference or tele-conference, when necessary to establish a quorum. Instances of voting shall be documented by the Chapter Secretary.

ARTICLE V - Officers

Section 1

It is the intention of these bylaws to establish an experience-based, progressive ascendancy to the presidency of the Chapter. This experience should follow an order of progression as follows: service on a Chapter committee, Chair of a Chapter committee, service on the Board of Directors as an at-large member, and service as Secretary, Treasurer, Vice-President and President-elect.

The officers of this Chapter shall consist of a President, President-elect, Vice President, Secretary and a Treasurer. The officers shall serve for a one-year term, but may be re-elected. They shall serve without compensation. An officer may resign at any time by giving written notice to the President.

Section 2

All officers must be active members of the Chapter. Additionally, all candidates for offices must have served a minimum of one (1) year as members of committees and/or committee chairpersons, whenever possible.

ARTICLE VI - Duties of Officers

Section 1 President

The President shall perform duties such as usually pertain to the Office of the President and as provided in the Constitution and Bylaws. He/She shall preside at all meetings of the Chapter and shall be Chairman of the Board of Directors and ex-officio member of all standing and ad-hoc committees.

Section 2 President - Elect

The President-elect shall work closely with the President and shall perform certain duties of the President at his or her request. The person serving as President-elect shall automatically become President for the next succeeding year. The President-elect shall be an ex-officio member of all committees.

Section 3 Vice President

The Vice President shall work closely with the President and shall perform certain duties of the President at his/her request. In the absence or disability of the President , or at his/her request, the Vice President shall perform the duties of the President. If the Office of the President becomes vacant, the Vice President shall become President for the un-expired term.

Section 4 Treasurer

The Treasurer shall supervise all receipts and expenditures of the Chapter and shall maintain control of the Chapter's banking accounts, reconcile the Chapter's bank statements, and shall provide to the Board of Directors an accurate accounting of all Chapter financial business in accordance with generally accepted accounting principles. The Treasurer shall be in charge of all financial arrangements for all meetings, programs, and events. The Treasurer shall provide an annual financial statement to the Board of Directors. Such statement shall be presented at the quarterly meeting immediately prior to the Spring Banquet. The Treasurer shall be an ex-officio member of all standing and ad-hoc committees.

Section 5 Secretary

The Secretary shall keep minutes of all general and special meetings of the Board of Directors and shall distribute notices of such meetings to all board members within two (2) weeks of the date of each meeting. The Secretary shall be an ex-officio member of all committees.

ARTICLE VII - Committees

The President shall appoint the Chairmen (hereinafter referred to as "Chairmen" or "Chairman") of all committees, necessary for the proper functioning of the Chapter, from the Board. Each Chairman shall be responsible for recruiting members to fill each committee. Committee membership shall be formed from the Chapter's general membership and the Board. The Chairmen and committee members shall serve for a one-year term, but may serve additional terms if selected. They shall serve without compensation. A Chairman may resign at any time by giving written notice to the President. A committee member may resign at any time by giving written notice to the Committee Chairman.

Section 1 Standing Committees

The Standing Committees shall be:

- 1) Finance Committee
- 2) Nominating Committee
- 3) Scholarship Committee
- 4) Special Projects/Activities Committee (includes Spring Banquet & Kick-off Party)
- 5) Constitution/Bylaws Committee
- 6) Membership Committee
- 7) Viewing Party Committee
- 8) Public Relations (including website maintenance)

Section 2 Ad Hoc Committees

The President shall appoint such additional committees as in his/her judgment, the interests of the Chapter may require. The President may prescribe the duties of such committees.

ARTICLE VIII- Elections

Section 1

The current President shall appoint a Nominating Committee, from the general Board membership. The committee shall select a Chairman from its membership. The Nominating Committee shall have the duty of recruiting and submitting a slate of candidates for the successive year to the Board for approval. Officers and Directors shall be elected by majority vote of the Chapter membership present at the Annual Meeting (Spring Banquet).

Section 2

The Chairman of the Nominating Committee shall be responsible for accumulating resumes for all candidates for officers, and the Board of Directors and circulating said documents to the general Board. It will be the responsibility of the nominated candidate to submit a current resume to the Chairman of the Nominating Committee in a timely manner. The Chairman shall also present the Board-approved candidates for officers and for the required number of Directors, to be elected for the upcoming year, to the general membership for approval at the annual Chapter meeting (Spring Banquet).

Section 3 Interim Vacancies

Should an office or directorship become vacant during the interim between Annual Meetings, it shall be the duty of the Nominating Committee to recruit and/or submit a suitable replacement to complete the unexpired term to the general Board for approval. Approval of such a vacancy – with the exception of the Office of the President – may be by special meeting of the Board or via e-mail. Candidates to fill such vacancies must submit a current resume to the Chairman of the Nominating Committee for circulation to the Board for consideration

ARTICLE IX – Removal of Officers, Directors

Section 1

It is the obligation of the Board to adjudicate any claim of inappropriate behavior or action by any officer or Director. The contemplation of removing an officer or Director from his position is a serious matter, not to be taken lightly. However it is recognized that the demonstration of certain behavior or actions is not acceptable for a representative of the Chapter or The University of Tennessee.

Section 2

Upon two-thirds vote of a quorum of the Board of Directors, an officer or Director may be removed from his position for cause. For the purposes of this document, “cause” shall be defined as conviction of a crime, non-performance of his/her duties or any behavior by the incumbent considered to be unbecoming to the Chapter or in violation of the standards of conduct set forth by the University of Tennessee. Extreme cases, such as the conviction of a felony, shall be cause for immediate dismissal and will not require a vote by the Board.

Upon the report of inappropriate behavior or action to the Board, a special meeting shall be called, within 15 days of the notice, to discuss the charges. A quorum of the Directors is required for this meeting. At said meeting, Board member/officer in question shall have an opportunity to explain their case. At the end of the discussion, a vote shall be called.

If, by two-thirds vote of a quorum the Directors, the charges are found to be justified the Board shall issue a warning to the offending party. The warning shall be documented in the minutes of the special meeting. If the offensive behavior continues, a subsequent vote for removal of the officer/Director shall take place no sooner than 30 days from the date of the warning. Removal of said officer/Director shall be effective with the date of the vote. In the absence of the offending party, written notice of dismissal shall be sent by e-mail with return receipt requested or by certified mail with signature requested.

If, by two-thirds vote of a quorum of the Directors, the charges are found to be unjustified, no warning shall be issued and the Secretary shall annotate the minutes of the special meeting accordingly.

ARTICLE X - Amendments

The Constitution and Bylaws will be reviewed on an annual basis by the Constitution & Bylaws Committee. The Constitution & Bylaws may be amended by a two-thirds vote of a quorum of the Board of Directors at any duly called meeting of the Board. Amended versions of the Constitution and Bylaws shall include the date of the approval by the Board, which shall serve as the effective date of the new document.

ARTICLE XI - Adoption

The Constitution and Bylaws may be officially adopted upon its approval by a two-thirds vote of a quorum of the members of the Board at a regular scheduled meeting. The Constitution and Bylaws, as amended, shall supersede in their entirety any and all previous Constitutions, Bylaws, and other Articles of Organization.

APPROVED

By the General Membership of The
Jacksonville, Florida Chapter of The
University of Tennessee National
Alumni Association.

For The National Alumni Association
of the University of Tennessee.

President

Title

Date: _____

Date: _____