



**The Alumni Association
of Tuskegee University, Inc.**

Bylaws

ARTICLE I: NAME

This organization shall be known as The Alumni Association of Tuskegee University, Inc. and hereinafter referred to as TAATU.

ARTICLE II: PURPOSE

The purpose of TAATU is to enhance and support the continued existence of Tuskegee University by: raising and giving funds to Tuskegee University that will support its programs; recruiting students that will attend the University; recruiting alumni and others that will support the University and its goals, through membership in the Association; and influencing communities and governmental activities that will support the University's priorities.

ARTICLE III: MEMBERSHIP

To be considered a **Member** of the Association, the individual must pay required annual dues. A member will be referred to as a "member in good standing". The Association's membership year shall be January 1 – December 31. Membership Categories:

Section 3.1 Regular Membership

- Graduate or former student of record at Tuskegee University and persons who have completed at least two academic terms and left in good standing.

Section 3.2 Recent Graduate Membership

- The first time a person graduates from the University, at the bachelor's, master's or doctoral level (one graduation only), the University graduates shall have their annual dues waived for the first membership year.

Section 3.3 Associate Membership

- Current or former member of the Tuskegee University faculty or staff.
- Interested friends or family of Regular members who demonstrate their financial and moral support to Tuskegee University.

Section 3.4 Honorary Membership

- President of Tuskegee University
- Members of the Tuskegee University Board of Trustees
- People recommended by the Board of Directors who have distinguished themselves by their contributions to the TAATU.

ARTICLE IV: OFFICERS

Section 4.1 **Elected Officers.** The elected Officers of the Association shall be the Chair of the Board, hereinafter referred to as COB, First Vice Chair, Second Vice Chair, Third Vice Chair, Recording Secretary, Treasurer, Financial Secretary and Two (2) Members- At-Large.

Section 4.2 **Appointed Officers.** The COB shall appoint the Parliamentarian, Communications Director, Archivist and Chaplain. The appointed officers shall be subjected to a removal process by the Membership or BOD.

Section 4.3 **Officers.** All elected and appointed officers must meet the eligibility requirements for office at the time of nomination/appointment. The elected and appointed officers shall perform the specific duties as outlined in the Bylaws.

Section 4.4 **Suspension/Removal of Officers.** Any officer may be removed from office after a petition, signed by at least ten percent (10%) of active members of the Association, is presented to the BOD. The petition shall state with specificity the allegations against the officer. The BOD, by majority vote, may also petition to relieve an officer from duty.

Section 4.5 **Right of Officers to Appeal Suspension/Removal.** If new information becomes available, the officer may request reconsideration of a suspension or removal action by the submission of a Request for Reconsideration of Appeal letter to the BOD of the Association. The ruling of the membership during this appeal hearing/meeting will be final.

Section 4.6 **Suspension/Removal of Members.** Individual members of the Association may be suspended from membership in the same procedures outlined in Sections 4.4 and 4.5.

Section 4.7 **Vacancies.**

Section 4.7.1 The COB shall appoint a successor to fill the unexpired term of any officer with approval of the BOD unless otherwise stipulated in these Bylaws.

Section 4.7.2 The COB shall appoint officers to serve in an elected position where there were no candidates nominated during the nomination process for an election with the approval of the Board of Directors. Candidates for an officer appointment must meet eligibility requirements of the position as state in these Bylaws.

Section 4.7.3 Any person so appointed shall hold office until the next regularly scheduled election for that position.

Section 4.7.4 When vacancies occur in any of the fiscal officer positions, an internal audit shall be performed.

Section 4.8 Requirements of Officers

All elected officers shall be elected by the financial members and serve a term beginning on January 1st.

Section 4.8.1 The term of elected officers shall be three (3) consecutive years. An elected officer may succeed themselves for one additional term if reelected at the end of their three-year (thirty-six months) term or until their successor is elected or appointed.

Section 4.8.2 No officer shall hold more than one elected or appointed office on the BOD.

Section 4.8.3 Each elected officer, if eligible, shall run for another BOD position after their second consecutive term expires, except for the COB. The COB is ineligible to run for any other BOD position.

Section 4.8.4 No person who has held an elected office, or acted in elected office for more than one and a half (1/2) years of a term to which some other person was elected, shall be elected to that office more than one additional consecutive term.

Section 4.8.5 Succession to the office of Chairman is bound by the Order of Succession delineated herein.

Section 4.9 Order of Succession

If, by reason of death, resignation, removal from office, inability, or failure to qualify, there is neither a COB nor First Vice Chair to discharge the powers and duties of the office of COB, then the officer of the TAATU who is highest on the following list, and who is not under disability to discharge the powers and duties of the office of COB shall act as COB.

Second Vice Chair, Third Vice Chair, Recording Secretary, Treasurer, Financial Secretary, Parliamentarian, Communications Director and Chaplain.

Section 4.9.1 The same rule shall apply in the case of the death, resignation, removal from office, or inability of an individual acting as COB under this subsection.

Section 4.9.2 An individual acting as COB shall continue to act until the expiration of the current COB term. If the discharge of the powers and duties of the COB office is founded on the failure of both the COB and the Vice Chair to qualify, then they shall act

only until a COB or First Vice Chair qualifies. If the discharge of the powers and duties of the office is founded on the inability of the COB or First Vice Chair, then these shall act only until the removal of the disability of one such individual.

Section 4.9.3 The subsections in Section 4.9 shall apply only to such officers that individually meet the qualifications for the Office of COB as provided in the TAATU Bylaws prior to succession; and only to officers not under impeachment or suspension by the Membership or BOD at the time the powers and duties of the office of COB devolve upon them.

Section 4.9.4 In case of the removal of the COB from office or of his death or resignation, the First Vice Chair shall become COB.

Section 4.9.5 Whenever there is a vacancy in the office of the First Vice Chair, the COB shall appoint a First Vice Chair who shall take office upon confirmation by a majority vote of the BOD.

ARTICLE V: NOMINATIONS AND ELECTIONS

Section 5.1 **Nominating Committee.** During the second year of the term of office, the COB shall appoint a nominating committee from the active membership of the Association consisting of five (5) active members. Nominating Committee members cannot be candidates themselves. The Nominating Committee shall, in consultation with the Financial Secretary, have the responsibility to certify the nominees as candidates for office. The Committee presents the slate of eligible candidates to BOD for review.

Section 5.2 **Candidate Eligibility.** Any member seeking an elected office for the positions of COB, First Vice Chair, Second Vice Chair or Third Vice Chair of the Board of Directors must be a regular member, have earned a degree from Tuskegee University and been a financially active member of the Association for at least two (2) years at the time of nomination. Any member seeking an elected office for the positions of Recording Secretary, Treasurer, Financial Secretary or Members-At-Large must be a regular or associated member and have been a financially active member of the Association for at least one year at the time of nomination.

Section 5.3 **Elections Committee.** There will be a Special Committee appointed by the COB to conduct and oversee the election process. The Chair and members of the Elections Committee shall not be candidates for any elected office or position. Election Committee members shall be prohibited from actively campaigning for any candidate. The Elections Committee shall have the responsibility to ensure that the voting and election procedures are carried out with integrity.

Section 5.4 **Elections.** May be held before or during a third year National Meeting. If there are more than two (2) candidates running for the same position, the winner will be decided by a majority (more than half) of the eligible votes cast. If no candidate receives the majority vote for a particular office, then a run-off election will be held between the two (2) candidates receiving the highest number of votes. The run-off election will follow the same rules and procedures as the original election. In the case of a tie or voting irregularities, which would adversely affect the validity of the run-off election, a second run-off may be held in the direction of the Board of Directors.

Section 5.5 **Electronic Voting.** The Board may adopt a web-based or other electronic-based method, which allows Members to cast votes electronically by ballot.

Section 5.6 **Voter Eligibility.** To be eligible to vote in a national election, the member must have paid Association dues for the previous and current year with the Association. Members meeting these qualifications are eligible voters.

ARTICLE VI: DUTIES OF ELECTED OFFICERS

Section 6.1 **COB**
Presides at all Meetings; Appoints standing and special committees or people as provided in the Bylaws; Serves as one of the authorized signatories on all checks and drafts, except payments made to oneself; Makes Parliamentary rulings upon advice from the Parliamentarian; Performs governmental relations through activities, that influence legislations and impacts the University. Serves as ex-officio member of all committees except the Nominating and Election Committees. The Chairman shall be a graduate of Tuskegee University.

Section 6.2 **First Vice Chair**
Presides at Meetings in the absence of the COB; Coordinates program planning for the Association. Serves as one of the three authorized signatories on all checks, drafts, vouchers and certified copies of the Association. The First Vice Chair shall be a graduate of Tuskegee University.

Section 6.3 Second Vice Chair
Presides at Meetings in the absence of the COB and First Vice Chair; Provides overall support and assistance, as needed, to improve membership. Works closely with students on campus through the Student Government Association to recruit students to the Association for the purpose of developing better Student-Alumni relations. The Second Vice Chair shall be a graduate of Tuskegee University.

Section 6.4 Third Vice Chairman
Presides at Meetings in the absence of the COB, First and Second Vice Chairs; Provides overall support and assistance, as needed, to improve fundraising. The Third Vice Chair shall be a graduate of Tuskegee University.

Section 6.5 Recording Secretary
Records minutes of all meetings; Serves as official custodian of all documents; Transmits all minutes, reports, committee reports, constitutional changes, etc. to members and Board of Director members within sixty (60) days after meetings.

Section 6.6 Treasurer
Serves on the Budget & Finance Committee; Issues all checks for board approved expenditures; Reconciles the check registry in collaboration with the Financial Secretary; Gives complete account of financial records when called upon; Submits reports at every meeting; Maintains accurate records by performing monthly reconciliations to coincide with the disposition of funds; Submits an annual report to the Association at its general meeting; Responsible for the care and custody of all funds; Serves as one of the three authorized signatories on all checks, drafts and vouchers, except payments made to oneself.

Section 6.7 Financial Secretary
Receives all monies and forwards receipts for all funds processed at special Association functions and events; Surrenders all collected funds to the Treasurer with appropriate documentation; Serves on the Budget & Finance Committee. Prepares and submits an annual report to the Association in collaboration with the Treasurer; Maintains official records of financial members of the Association, separating memberships in appropriate categories. Responsible for the authentication of eligible voters for elections.

Section 6.8 Members-at-Large
Two (2) qualified alumni that serves as a liaison between the BOD and the rest of the organization. Perform duties as assigned by the COB or Board of Directors.

ARTICLE VII: **DUTIES OF APPOINTED OFFICERS**

Section 7.1 Parliamentarian

Gives advice to the presiding officer upon request; Calls the presiding officers' attention to any area in the proceedings that may affect the rights of any member or may otherwise do harm; Chairs the Bylaws Committee.

Section 7.2 Communications Director

Sends notices to the membership announcing meetings, elections, etc. in a timely manner; Conducts general correspondence of the Association, excluding correspondence that is functionally proper to other officers or committees; Sends notices to Alumni groups the University's communications media, etc. covering all Association events; Compiles and transmits documents to be published through media sponsored and/or supported by the Association.

Section 7.3 Archivist

Responsible for assembling cataloging, preserving and managing the Association's written records and historical information.

Section 7.4 Chaplain

Presents opening prayer at Association functions and events; Coordinates resolution service for deceased alumni with the Recording Secretary.

ARTICLE VIII: **MEETINGS**

Section 8.1 National Meeting. An annual meeting of the Members shall be held every year to engage in discussions about the status of the association, develop future plans and celebrate shared accomplishments.

Section 8.1.2 The location, day and time for the annual meeting shall be determined by the Board of Directors.

Section 8.1.3 During every third-year meeting, board member elections shall be included on the agenda. The Elections Committee chair shall present the election results to the presiding officer and the members shall transact such other business as may properly come before them.

Section 8.2 **Quorum.** A quorum shall be the majority of all the members present including five (5) members of the BOD.

Section 8.4 **Meeting Criteria**

Meetings of the BOD and the National Meeting may be conducted in person or electronically (telephone and/or virtual meeting). Meetings held virtually shall allow for anonymous voting and support visible displays identifying those participating. Speakers, motions and results of votes shall be visible. Virtual meetings shall be recorded.

Section 8.5 **Special Meetings**

The COB, with the approval of the Board of Directors, may convene a special meeting of the membership provided that written notice has been given not less than fifteen (15) days prior to said meeting to all members of the Association.

Section 8.6 **Majority Vote.** The casting of votes represented at a meeting at which a quorum is established, shall be binding for all purposes except where a different percentage vote is stipulated by the Bylaws.

ARTICLE IX:
BOARD OF DIRECTORS

Section 9.1 **Composition of the Board of Directors**

The voting members of the BOD shall consist of all elected and appointed officers. A member serving as an elected/or appointed officer in another alumni association cannot serve on the TAATU Board of Directors.

Section 9.2 **Board of Directors' Duties and Powers**

Board members are the fiduciaries who steer the organization towards a sustainable future by adopting sound, ethical, and legal governance and financial management policies, as well as by making sure the nonprofit has adequate resources to advance its mission. The Board of Directors shall have governed authority of the affairs of the Association between its business meetings, make recommendations to the Association and perform such other duties as are specified in the Bylaws. The Board of Directors may act and ballot by telephone, mail, virtual meeting and otherwise as it may be deemed appropriate by general membership to handle the business of the Association.

Section 9.3 The Board of Directors shall determine the time and location for board meetings.

Section 9.4 **Quorum for Board of Director Meetings**

A quorum for the meeting of the Board of Directors shall be one-third (1/3) of the Board.

Section 9.5 Special Meetings of the Board of Directors

The COB may convene a special meeting of the Board of Directors, provided that a majority of the Board of Directors approve.

**ARTICLE X:
COMMITTEES**

Section 10.1 General Practices

All committees and its members shall be appointed by the COB as provided in the Bylaws. Any committee may meet in person or virtually. Any action or recommendation coming from a committee must be approved by the Board of Directors or the membership.

Section 10.2 Budget & Finance Committee Composition and Duties

Section 10.2.1 The Budget & Finance Committee will consist of the Treasurer, Financial Secretary and at least two (2) other members and shall perform the following duties:

Section 10.2.2 Prepare an annual budget at least sixty (60) days before the annual meeting and shall submit the budget to the Board of Directors for review and approval.

Section 10.2.3 Monitor the budget throughout the year and submit recommendations to the Board of Directors for amendments as needed.

Section 10.3 Bylaws Committee

Section 10.3.1 The Bylaws Committee shall consist of the Parliamentarian and at least two (2) members and shall perform the following duties:

Section 10.3.2 Review, at least annually, the Bylaws to make recommendations to the body as needed.

Section 10.4 Audit Committee Composition and Duties

Section 10.4.1 The Audit Committee shall consist of the First Vice Chair and at least two (2) members and shall perform the following duties:

Section 10.4.2 The Audit Committee shall analyze and review the internal operations, both financial and perform audits of all the Association activities.

Section 10.5 Student Ambassadors

Two (2) qualified students that serve as a liaison between the BOD and Tuskegee University. Perform duties as assigned by the COB or Board of Directors.

**ARTICLE XI:
REPORTS****Section 11.1 Budget & Finance Committee Report**

The Budget & Finance Committee shall present an annual budget to the Board of Directors for review and the membership for approval at the annual meeting.

Section 11.2 Treasurer Report

The Treasurer shall, each year, present to the annual meeting, a written summary report of the finances of the Association, and the purpose of its expenditure.

**ARTICLE XII:
PARLIAMENTARY AUTHORITY**

Matters not provided for in the TAATU Bylaws shall be governed by the current edition of *Robert's Rules of Order Newly Revised*.

**ARTICLE XIII:
AMENDMENT AND
REVISION OF BYLAWS**

A member in good standing may submit in writing any change or revision they wish to be considered at least 90 days prior to the National Meeting. The Bylaws Committee shall meet to make recommendations to the body. The proposed amendments and written notice of the voting will be provided 60 days prior to the National Meeting. Amendments and revisions of these Bylaws shall require a two-thirds (2/3) vote at a National Meeting.

**ARTICLE XIV: IRS
COMPLIANCE****Section 14.1 IRS Form 990 Review**

Each member of the Board of Directors shall be provided a copy of the final Form 990 including all required schedules) whether in paper or electronic form, before its filing with the IRS. If the e postcard is filed, all of its governing body members shall be provided a link to a password-protected website on which the entire Form 990 can be viewed.

Section 14.2 IRS Required Policies

A written conflict of interest policy which defines conflicts of interest, identifies the classes of individuals within the organization covered by the policy, facilitates disclosure of information that can help identify conflicts of interest, and specifies procedures to be followed in managing conflicts of interest.

A whistleblower policy which encourages staff and volunteers to come forward with credible information on illegal practices or violations of adopted policies of the organization, specifies that the organization will protect the individual from retaliation, and identifies those staff or board members or outside parties to whom such information can be reported

A document retention and destruction policy which identifies the record retention responsibilities of staff, volunteers, board members, and outsiders for maintaining and documenting the storage and destruction of the organization's documents and records.

A compensation policy describes compensation paid to any member of the Executive Board.

ARTICLE XV: DISSOLUTION

The corporation is not organized for pecuniary profit and no parts of its net earnings shall inure to the benefit of any individual. Upon dissolution of the corporation, the residual assets of the corporation, if any, after payment in full of all debts and obligations of the corporation, shall be distributed to one or more other organizations which themselves are exempt as organizations described in Sections 501(c)(3) of the Code for exclusively public purposes.

*Approved by the TAATU Body
August 18, 2025*



<https://thealumniassociationtuskegeeuniversity.org/>