

BYLAWS OF THE FLORIDA STUDENT ASSOCIATION, INC.

Title I Construction of Bylaws

Chapter 100 This document shall be called the Bylaws of the Florida Student Association, Inc. (FSA, Inc.)

100.1 These Bylaws derive their authority from the Constitution of the Florida Student Association, Inc.

100.2 The sections of the Bylaws of FSA, Inc. are identified by a decimal numbering system. The whole numbers to the left of the decimal point indicate the title and chapter to which the bylaws pertain. Numbers to the right of the decimal are subsections.

Title II Parliamentary Authority

Chapter 200 The established parliamentary procedure of the Florida Student Association, Inc. shall be Roberts' Rules of Order, Newly Revised, unless otherwise noted herein.

History.—Administratively Re-numbered on October 26, 1998.

Title III Election of Officers

Chapter 300 The officers and committee chairpersons of the Association and the Board of Directors shall serve a term of twelve (12) months. All officers shall be elected from the membership of the Board of Directors at the annual membership meeting.

300.1 The officers shall also serve as the Executive Committee of both FSA, Inc. and the Board of Directors.

300.2 If necessary, interim officers may be elected by majority vote of the Board of Directors. Candidates may be from any member institution.

300.3 Only members in good standing shall be allowed to run for an office, or committee chair position. For the purposes of these bylaws, good standing is defined in Article III of the FSA, Inc., Constitution.

History.--Amended by Motion, October 23, 1998; Amended by Motion November 17, 2000; Further Amended March 8, 2002, by Motion. Further Amended May 20, 2006 by Motion.7; Further Amended

- 300.4 The procedures for nominations and voting on officers shall be as follows:
- (A) The current Chair shall open the floor of the committee, unless the Chair seat is vacant or the Chair is seeing nomination. In such cases, an Inspector of Elections shall preside over the election process.
 - (B) Nominations must be made by a member of the Board of Directors with appropriate voting rights, as outlined in the FSA Constitution. All nominees must also be members in good standing with appropriate voting rights.
 - (C) Nominations are required to be seconded.
 - (D) By motion, the floor shall be closed for nominations. Each nominee will give a speech for no more than three (3) minutes. Additionally, questions may be asked to each of the candidates by members of the Board of Directors. During speeches and questions, all other nominees will leave the immediate area.
 - (E) One (1) member of the Board may give a pro-speech for the nominee for no longer than one (1) minute. Con-speeches shall not be given. Nominees should not be present for the pro-speeches of any candidate.
 - (F) Following all nominee and pro speeches, all candidates should reenter the room.
 - (G) Each university represented on the Board of Directors shall cast one (1) ballot per office in question.
 - (H) Candidates are required to capture a simple majority of the votes cast to be declared the winner.
 - (I) In the case that no one captures a majority of the votes, a run-off will ensue following the procedures outlined in the above provisions.
 - (J) The same procedures shall be followed for each office in question within the Board of Directors as outlined in the aforementioned provisions.
 - (K) All election results must be certified in writing by the Inspectors of Elections and attached to the minutes of the meeting.

History.--Amended February 21, 2003, by Approval of Senate Leadership Council Memorandum.

Title IV Duties of Officers

Chapter 400 The Chair shall:

- 400.1 Preside as a full voting member at all membership and the Board of Directors meetings.
- 400.2 Present at each meeting of the organization a report on the work of the Chair.
- 400.3 Create and appoint members to committees, Ad-Hoc or standing, with majority approval of the Board.
- 400.4 Have all such powers as may be reasonably construed as belonging to the chief executive of any organization, except when in conflict with the Florida Student Association, Inc. Constitution, Bylaws, and/or standing rules.
- 400.5 Serve as the FSA designee to the Board of Governors.
- 400.6 Be responsible for setting the agenda of all meetings and releasing them to all sponsoring member institutions. This shall include Times and Locations.
- 400.7 Act as a custodial officer of the FSA bank account, with the authority to access and print bank statements at any time.
- 400.8 Shall have an official visit to each member institution.

Chapter 401 The Vice-Chair Shall:

- 401.1 In the absence, resignation, or inability of the Chair to exercise the office, he/she will become the acting Chair of the Board of Directors, with all the rights, privileges, and powers as if a duly elected Chair.
- 401.2 Be responsible for all communication between all member institutions and FSA, as well as any communication between committees.
- 401.3 Oversee the agenda and the individual goal setting of all the other committees.
- 401.4 With the assistance of committee members, prepare a detailed line-itemized budget proposal to be submitted to the Board of Directors no later than April 31st.
 - (A) In coordination with the Directorship, present an updated financial statement at each Board meeting.

(B) In coordination with the Directorship, present an updated financial statement upon the request of any member of the Board of Directors within ten (10) business days of the request.

Act as a custodial officer of the FSA bank account, with the authority to access and print bank statements at any time, but make no transactions.

History.--Amended by Motion, November 14, 1997; Subsequently Amended October 23, 1998, by Motion; Further Amended November 17, 2000, by Motion; Further Amended July 19, 2007.

Chapter 402 The Legislative Chair Shall:

402.1 Be responsible for developing the legislative agenda with the The Legislative Affairs Committee, for presentation to the Board of Directors at The Annual Planning Conference.

402.2 Be responsible for implementing the recommended Legislative Affairs policies handed down by the Chair and Board of Directors, as well as organizing the Board of Directors in the implementation and coordination of the overall FSA lobbying efforts.

402.3 Be responsible for coordinating such lobbying efforts as “Rally in Tally” and the annual advocacy trip to Washington, D.C.

402.4 Act as the chair of the Legislative Affairs Committee.
History.--Amended by Motion, November 14, 1997; Further Amended November 17, 2000, by Motion; Further Amended July 19, 2007.

Title V **Voting**

Chapter 500 The presence of not less than three-fifths (3/5) of the members shall constitute quorum and shall be necessary to conduct the business of this organization and the Board of Directors but a lesser number may adjourn the meeting.

500.1 Members must be in good standing as defined in Article III of the FSA, Inc., Constitution in order for members from those institutions to count towards or against quorum.

Chapter 501 Voting Procedures and Requirements

501.1 Except for the election or removal of officers, hiring or appointment of directors and staff, all votes shall be via voice.

501.2 At any regular or special meeting, if a majority so requires, any question may be voted on in the manner provided by bylaw 501.3 on board policy, staff selection or financial matters.

- 501.3 In the selection of officers, directors, and staff, ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot.
- 501.4 All votes on board policy, staff selection, or financial matters shall be conducted by one vote per sponsoring member institution.
- 501.5 A vote of three-fifths (3/5) of all members of the Board of Directors shall be required to determine board policy, staff selection, or financial matters.
- 501.6 The chair of each committee, as described in Title VII committee and committees, shall vote only in the case of a tie.
- 501.7 At all votes by ballot, the chair of such meeting shall, immediately prior to the commencement of balloting, appoint the Directorship who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the chair the results. The certified copy shall be physically affixed in the minute book to the minutes of that meeting.
- 501.8 No inspector of election shall be a candidate for the office being voted on or shall be personally interested in the question voted upon.
- 501.9 Any university that has more than one qualified member due to the composition of their own Student Government must consolidate their votes into one (1) vote and cast it as such.

Chapter 502 Legislative Agenda Voting

- 502.1 The annual legislative agenda and any subsequent modifications must be approved by a majority vote of the Board of Directors.

Title VI Agendas & Business

Chapter 600 All member institutions shall receive an agenda no less than five (5) business days before any regularly scheduled meeting.

- 600.1 The Chair shall determine the order of business in advance of a meeting. Any new business must be received by the chair at least one week prior to the meeting date. The Directorship will then ensure that each member receives a complete agenda at least five (5) days prior to the meeting date.
- 600.2 At any time during a regular meeting the agenda may be amended by a majority vote of the Board of Directors.
- 600.3 The business for each regular meeting of the Association and the Board of Directors

shall include, but not be limited to: roll call, approval of previous minutes, detailed budget report, committee reports, staff reports, officer reports, old business, new business, announcements and miscellaneous, and adjournment.

- 600.4 The Board of Directors meeting shall be held after the conclusion of all other committee meetings.
- 600.5 Meetings of all committees, including The Board of Directors, shall be open to any student from a sponsoring member institution.

Title VII Operations

Chapter 700 The Directorship (e.g. a management firm, Executive Director, etc) of the Florida Student Association, Inc. shall be selected by the Board of Directors.

700.1 The Directorship of the Florida Student Association, Inc. shall be hired with a contract not to exceed one (1) year, expiring on the last day of July. No contracts shall be renewed or negotiated prior to the election of a majority of the incoming board members, except to fill staff vacancies.

700.2 The execution of all contracts shall require the majority vote of the Board of Directors and the approval signature of the sitting Chairperson of the FSA Board of Directors. If the Chairperson is unable to sign, then the signature of the Vice-Chair shall be required.

Chapter 701 Prohibitions

- 701.1 Due to the possibility of a conflict of interest, no employee of FSA shall:
- (A) Be elected or appointed to any branch of any SGA at any state university.
 - (B) Campaign for, or endorse, any individual or group on an individual campus for student-government-association elected office.
 - (C) Officially represent or be employed by any individual Student Government.

Chapter 702 In the event that an FSA staff person is thought to be in violation of Chapter 701, the person in violation must be brought up for review before the Board of Directors.

702.1 If a staff person is found to be in violation of section Chapter 701 by (3/5) of the Board, he/she shall be terminated according to the terms of his/her employment contract.

Chapter 703 FSA Staff

703.1 The Directorship, chief administrator of the Florida Student Association, Inc., and all staff of the Florida Student Association, Inc., shall ultimately be responsible to the Board of Directors for execution of board policies and directives and all fiscal management.

Chapter 704 The Directorship Shall:

- 704.1 Conduct the day-to-day business of the Florida Student Association, Inc., in accordance with the policies of the Board.
- 704.2 Act as the financial executor of the Florida Student Association, to include executing all fiscal transactions including but not limited to checking accounts, corporate statements, and loans.
- 704.3 Be responsible for the collection and receipt of dues from member institutions, as well as assisting the Vice-Chair in the compilation of budgets when necessary. Such assistance may include, but not be limited to, providing descriptions of transactions made.
- 704.4 Be responsible for the planning, coordinating, and execution of the annual Planning Conference, including the development of the workshops in coordination with the chair.
- 704.5 Be responsible for planning, coordinating and execution of FSA Board Meetings. This must be done in collaboration with the host Student Government and Host Institution which will include, at a minimum:
 1. Room reservations to accommodate all FSA activities designated by the Chairperson. The accommodation expectations shall be given to the Vice Chair at least thirty (30) days in advance.
 2. Hotel Room Blocks and information no later than fourteen (14) days before the scheduled meeting date.
 3. Recommendations for breakfast, lunch and dinner if meals are not provided by the host institution.
 4. Parking permits for the visiting FSA members attending the meeting (if necessary).
 5. Detailed Itinerary and to be sent out to all of the membership of the board no later than five (5) days before the scheduled meeting. This shall include the agenda, map of the campus, parking information, food options and hotel information.
 6. Coordinate Association functions and events at the direction of the Board of Directors.
 7. Coordinate all public and campus relations.
 - (A) Communication should include but not be limited to minutes from all FSA Board meetings and notice of all upcoming meetings and events
 8. Be prepared before, after and during legislative regular and special sessions to report bill status to the Board of Directors.
 9. Report weekly to all Board and Staff members during the legislative session.
 10. Report weekly to the FSA Chair on the status of the association and its finances.
 11. Serve as the association's development officer, establishing ties within the

Tallahassee community and with other organizations to promote the association's mission.

12. Be responsible for Internet communications, electronic media, and maintaining the FSA, Inc., website.
13. Be responsible for taking, recording, and reading of the Minutes at each meeting; including both the Board of Directors and the Executive Board agenda.

Chapter 705 Salaries

- 705.1 The Board of Directors shall hire and fix the compensation of the Directorship, which they in their discretion may determine to be necessary in the conduct of the business of the organization.

Chapter 706 Association Dues

- 706.1 Proposed dues shall be presented and voted by the board no later than the last day of March. The Board of Directors must vote by super majority (3/5).
- 706.2 The Board of Directors must vote by simple majority to modify or accept the proposed dues at the annual membership meeting before the officer elections.

Chapter 707 Staff Guidelines

- 707.1 The purpose of this set of operation guidelines is to provide a clear and unambiguous set of procedural guidelines for FSA staff.
1. For the purpose of this set of operating guidelines staff is defined as all personnel who work in the FSA office regardless of the source(s), if any of their compensation.
 2. Administration:
 - (A) All staff shall be directly hired, retained, and supervised by the FSA Directorship upon approval from the Board of Directors
 - (B) All staff shall have as their primary responsibility the implementation of FSA policy as determined by the Board of Directors and complete tasks as assigned by the Directorship.
- History.—Amended by Motion, November 14, 1997.

Chapter 708 Travel

- 708.1 All travel will be itemized in travel file. The file shall be maintained detailing all FSA travel expenses with applicable documentation. The travel reimbursements will be set as a budget rider. Travel funds from FSA budget shall only be expended for travel of the Board of Directors Chairman or FSA employees.

Chapter 709 Removal of Officers

709.1 The Board of Directors may remove, by 3/4 majority vote, the Directorship, or any of its officers from his/her officer position, for reasons including, but not limited to, the following: malfeasance, misfeasance, nonfeasance, neglect of duty, nonperformance, incompetence, permanent inability to perform duties, or felony conviction.

709.2 An individual being considered for removal shall be given the opportunity to defend himself/ herself before the Board.

709.3 Votes concerning removal shall be by secret ballot.

709.4 The individual(s) being considered for removal shall not have a vote.

Title VIII Committees

Chapter 800 Standing committees shall be responsible for enumerated duties. Chairs of each committee shall be elected at the annual membership meeting.

800.1 Membership: Members of each standing committee will be appointed by the Board of Directors with each University having one (1) vote.

800.2 Each university's representative on any standing committee shall remain its only representative until the completion of the respective university's president's term.

800.3 Anyone may attend any committee meeting as an ex-officio member.

(A) Ex-Officio members may be granted speaking permission at the discretion of the Chairperson of each committee.

800.4 The chair of any committee, standing or ad-hoc, is responsible for setting and releasing a committee meeting agenda to the member institutions at least twenty (20) days before any regularly scheduled meeting.

Chapter 801 Ad Hoc Committees

801.1 Ad-Hoc Committees of this organization may be appointed by the Chairperson of the Board of Directors with approval of the Board of Directors for a period one (1) year or less if terminated by Chairperson with the consent of the Board of Directors

Chapter 802 Sub-Committees

802.1 Sub-Committees of this organization may be appointed by the Chairperson of each standing committee with the approval of their committee and the Board of Directors.

Chapter 803 Legislative Affairs Committee

803.1 Responsibilities: The Legislative Committee shall be responsible for the following:

1. Work under the Legislative Chairperson of The Board of Directors to present

- a preliminary legislative agenda for the Florida Student Association during the annual planning conference.
2. Shall submit the legislative agenda of the Florida Student Association to The Board of Directors for approval during a meeting in the fall semester.
 3. Plan and coordinate an annual lobbying effort from The Florida Student Association, which includes students from each sponsoring member institution.
 4. Compile reports and analysis of legislative issues handed down by the Legislative Chairperson.
 5. Drafting an annual report of lobby activity to be presented to the members of the Florida Student Association following the completion of the legislative session. Report should include notable accomplishments and outline potential future goals for lobbying.

History.— Created by Motion, November 20, 1998; Further Amended October 20, 2000, by Motion; Further Amended July 19, 2007.

Title IX Fiscal Operations

Chapter 900 The fiscal year of the Florida Student Association, Inc. will be July 1 to June 30.

900.1 The budget proposal and any subsequent modifications must be passed by the Board of Directors with a three-fifths (3/5) vote.

900.2 The Directorship will have the authority to transfer money once per every six months of an amount of less than \$500.00.

900.3 The Board of Directors must approve any amount exceeding \$500.00.

900.4 Overspending of line items is prohibited.

(A) If overspending of a line occurs, the Directorship shall not be allowed to make any further expenditures until the Board of Directors can meet to judge the situation.

History--Amended July 19, 2007.

Chapter 901 Reserve Funds

901.1 Reserves will be used only in emergency situations and will require a four-fifths (4/5)

vote by the Board of Directors in order to be expended.

901.2 There will be a minimum balance of \$25,000 held at all times in the Reserve Account.

901.3 The Reserve funds will be held in a separate account.

901.4 Any monies that are left unencumbered at the end of the fiscal year will be reverted into the reserve account
History--Amended July 19, 2007.

Chapter 902 Dues

902.1 FSA dues for the current Fiscal Year are based on a percentage of the previous year's Fall Head count, as reported by the Florida Board of Education, Division of Colleges and Universities.

902.2 The dues shall be set after the approval of the FSA budget by the Board of Directors. Call, January 25, 1999; Amended by Motion on April 11, 2000 by Unanimous Vote; Amended by Motion on April 12, 2002, by Unanimous Vote; Further Amended July 19, 2007.

Title IX Prohibitions

Chapter 1000 Individual student government associations, their officers, and employees are prohibited from holding press conferences, issuing press releases, and issuing other statements on behalf of the Association, unless such conferences, releases, or statements are issued with the consent of a three-fifths (3/5) vote of the Board of Directors.
History.--Created by Motion, October 26, 1998 by Conference Call Vote; Further Amended November 17, 2000, by Motion; Further Amended July 19, 2007.

Title X Resident Agent

Chapter 1100 The attorney or the Directorship representing the Florida Student Association, Inc., shall serve as the resident agent for service of process, providing (s)he/it accepts such status. The registered office for service of process shall be at the same address as that of the registered agent for service of process.
History.--Administratively Re-numbered on October 26, 1998.

Title XI Amendments

These bylaws may be amended by an affirmative vote of not less than three-fifths

Chapter 1200 (3/5) of the members of the Board of Directors.

History.--Amended June 27, 1994, by Resolution 94-04; Further Amended May 15, 1995, by Motion; Administratively Re-numbered on August 4, 2000; Further Amended July 19, 2007.