



Florida Student Association Constitution and Bylaws

CONSTITUTION OF THE FLORIDA STUDENT ASSOCIATION, INC.

ARTICLE I

NAME

The name of this organization shall be the Florida Student Association, Inc.

ARTICLE II

PURPOSE

The general purpose of this organization, Florida Student Association, Inc., shall be to receive and administer funds exclusively for education and charitable purposes without pecuniary gain or profit, incidental or otherwise, to its members. Its purpose shall include the development of projects, undertakings, studies, panels and other activities and programs in cooperation and in coordination with local government civic bodies for the benefit of the students in the State University System of Florida. It shall also be formed to educate and provide vital information concerning the welfare and needs of the students of the State University System of Florida to the government of the State of Florida. It shall also strive to assist in the individual educational development of students in the university system by providing an internship program for academic credit at State Universities of Florida. The corporation is constituted so as to attract substantial support from contributions and membership dues from student organizations of colleges and universities in the State of Florida; and no part of the assets, income, or profit of the corporation is distribution or ensures to the benefit of its directors or officers except to the extent permitted under the not for profit corporation law, Florida Statutes Chapter 617. Part of the activities of the corporation shall include the carrying on of lobbying and otherwise attempting to influence legislation but shall not endorse candidates for elected public office.

History.--Amended June 27, 1994, by Resolution 94-01.

ARTICLE III

MEMBERSHIP

SECTION 1. Membership in this organization shall be open to all who fulfill the requirements and comply with the provisions set forth in Article III of the Article of Incorporation of the Florida Student Association, Inc.

SECTION 2. Membership in the Florida Student Association, Inc., will encompass two (2) forms, and will be automatic upon a signed and executed Annual Membership Agreement/Contract and the payment of required membership dues. Nonpayment of dues within (forty-five) 45 days or receipt of invoice shall result in the automatic suspension of membership until outstanding dues are paid. This provision may be waived by consent of three-fifths (3/5) of the voting members of the Board of Directors. The two (2) forms of membership shall influence the following:

(A) SPONSORING MEMBERS.--Any institution of higher education in the State University System of Florida may become a sponsoring member and shall be required to remit annual dues based upon Fall Semester enrollment at each university for the previous year

as provided in the Bylaws. This is the only membership available for the state universities. Only Student Body Presidents or their designee shall be eligible to vote on behalf of a sponsoring member university. Sponsoring membership in the Florida Student Association, Inc. shall concurrently entitle sponsoring university membership in the Board of Directors.

(B) **SUBSCRIBING MEMBERS.**--Membership in the Florida Student Association, Inc., as subscribing member will be open to any college or organization of students in Florida upon payment of set annual membership dues of \$500.00. Status as a subscribing member does not entitle a college or organization to act as a spokesperson for the corporation or foundation, or provide them with voting rights, but does permit the Subscribing member to receive information on the activities and current issues of the Association and receive the Association's quarterly report.

History.--Amended November 14, 1997, by Motion; Amended September 11, 1998, by Motion; Further Amended March 8, 2002; Further Amended July 19, 2007.

ARTICLE IV BOARD OF DIRECTORS

SECTION 1. Powers and Duties.--

(A) **THE BOARD OF DIRECTORS.**--The Board of Directors of the Florida Student Association, Inc., shall have the control and management of the affairs and business of this organization when it shall be convened by its Chair after due notice is given, as described in Article VI of this Constitution, to all Directors of such meeting. The Board of Directors shall consist of the Student Body Presidents as stated in the Bylaws of the Florida Student Association, Inc.

(B) **MEMBERSHIP REPRESENTATION.**--Each sponsoring member shall be entitled to one representative on the Board of Directors. That representative shall be the Student Body President or a designee authorized in writing by the Student Body President to vote during a meeting, and shall be submitted to the Chair prior to any vote by that designee.

(C) **COMMITTEE REPRESENTATION.**-- The chair of each Committee, or his or her designee, shall be allowed to be a speaking member at the Board of Directors general meetings and shall be given equal time to speak on behalf of their respective committees on pending issues and concerns facing the Board of Directors.

(D) **RESIDENCY.**-- In compliance with the Florida General Corporations Act, at least one of the Directors shall be a resident of the State of Florida and a citizen of the United States of America.

(E) **VACANCIES.**--Vacancies of voting members shall be filled by the applicable procedures at the respective member institution.

(F) **BOARD COMMITTEES.**--The Board shall suggest directives for other committees to adopt, as the committees see fit.

History.--Amended by Motion, October 23, 1998; Amended November 17, 2000, by Motion; Further Amended January, 2005, by Motion; Further Amended July 19, 2007.

ARTICLE V CORPORATE OFFICERS

As the Board of Directors decides:

SECTION 1. The Chairperson of the Board of Directors shall be designated as the Chairperson of the Florida Student Association, Inc.

SECTION 2. The Internal Vice-Chairperson of the Board of Directors shall be designated as the Vice-Chairperson of the Florida Student Association, Inc.

SECTION 3. The External Vice-Chairperson of the Board of Directors shall be designated as the Vice-Chairperson of the Florida Student Association, Inc.

SECTION 4. Only sponsoring members in good standing shall be allowed to run for a corporate officer position. For the purposes of this Constitution, good standing is defined as “a signed Annual Membership Agreement/Contract has been executed and the payment of membership dues has been made according to the Annual Membership Agreement/Contract”.

History. -- Amended by Motion, November 17, 2000; Further Amended March 8, 2002, by Motion; Further Amended July 19, 2007.

ARTICLE VI MEETINGS

SECTION 1. Membership Meetings.--The annual membership meeting of this organization shall be held no earlier than the first day of the month of June. The Board of Directors shall set the meeting. The Executive Director shall cause to be mailed to every sponsoring and to every subscribing member (in good financial and contractual standing) at their address as it appears in the membership roll book of this organization, a notice telling the time and place of such annual meeting.

History.--Amended June 27, 1994, by Resolution 94-02, Effective February 1, 1995; Amended October 23, 1998, by Motion; Further Amended January 11, 2002, by Motion.

SECTION 2. Regular Meetings.--Regular meetings of this organization shall be held no less than quarterly and at such times as may be deemed necessary provided that a twenty (20) day notice of such meetings be provided to each member of the Board of Directors.

History. – Amended by Motion, January 11, 2002; Further Amended July 19, 2007.

SECTION 3. Special Meetings.--

(A) Special meetings (not including conference calls) of this organization may be called by the Chairperson of the Board of Directors when deemed to be in the best interest of the organization.

(B) At the request of five (5) members of the Board of Directors, the Chairperson of the Board of Directors shall call a special meeting but such request must be made in writing at least fourteen (14) days before the requested scheduled date.

(C) Notices of such meetings shall be mailed to all members at their addresses as they appear in the membership roll book at least fourteen (14) days but not more than thirty (30) days before the scheduled date set for such special meeting was called.

(D) No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all voting members present at the meeting.

History. -- Amended by Motion, November 17, 2000; Further Amended July 19, 2007.

**ARTICLE VII
AMENDMENTS**

A vote of three-fifths (3/5) of the Board of Directors shall be necessary to amend the Articles of Incorporation and the Constitution, or the corporate charter. Each member of the Board of Directors shall be entitled to one (1) vote. Neither subscribing, supporting, and non-paying members shall be eligible to vote on the approval of amendments to the Articles of Incorporation or the corporate charter.

History.--Amended June 27, 1994, by Resolution 94-03; May 15, 1995, by Motion;

Further Amended November 17, 2000, by Motion 6; Further Amended July 19, 2007.