CONSTITUTION

&

BYLAWS

(REVISED 2016)

Organizational History

TRIO

The creation of the TRIO Programs began with the Educational Opportunity Act of 1964, the War on Poverty Statue which created the Upward Bound Program. In 1965, the Higher Education Act created Talent Search Program. The first reauthorization of the Higher Education Act in 1968 created the Special Services Program. By 1968, the original TRIO Programs, the Upward Bound, Talent Search, and Special Services were established. In that same year, the Upward Bound Program was placed into the Higher Education Act.

The beginnings of TRIO Programs in Florida can be clearly traced to Florida A&M University. In 1965, that institution was awarded a federal grant to conduct several nationwide pilot programs designed to afford low-income students the opportunity to attend college.

Personnel in Special Programs

The impetus for the organization of Florida Association of Educational Opportunity Program Personnel (FAEOPP) resulted from the assemblage of several Florida Upward Bound Directors in Tampa (1970). These Upward Bound Directors met at the University of South Florida under the direction of Richard F. Pride and initiated an organization called Personnel in Special Programs.

In 1971, the Personnel in Special Programs had another meeting in West Palm Beach to plan statewide Upward Bound activities and to establish collaboration linkages. Officials from the Department of Health, Education and Welfare-Office of Education, who also attended the meeting, were very impressed with the organization of the Florida group. By 1972, each of the eight states in the Southeastern Region all had organizations similar to Florida's Personnel in Special Programs.

Southeastern Association for Educational Opportunity Program Personnel (SAEOPP)

By 1973, selected representatives from each of the Southeastern States were chosen to be on the Advisory Board that was formed by the Program Officers of Region IV of the U.S. Office of Education. Richard F. Pride was the Chairman of the Advisory Board during the 1973-74year. The Advisory Board members met periodically in Atlanta at the request of the Program Officers. In addition to representing their state, the Advisory Board members had the responsibility of planning conferences and providing input to the regional officials on matters concerning TRIO programs. These Regional Advisory Boards, in retrospect, turned out to be a precursor to our present regional organizations (Southeastern Association for Educational Opportunity Program Personnel/SAEOPP).

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In 1976, after several years of discussions concerning the formation of a regional organization that could openly advocate for the concerns and needs of TRIO participants, the Southeastern Association of Educational Opportunity Program Personnel (SAEOPP) was finally organized. However, ratification by all the states in the Southeastern Region did not occur until several years later.

Florida Association of Educational Opportunity Program Personnel (FAEOPP)

On October 29, 1978, in Gainesville, Florida, the Florida Association of Educational Opportunity Program Personnel was formerly organized. The Articles of Incorporation for FAEOPP were filed on June 8, 1998, with amendments on May 10, 1999, November 5, 2007, and November 2, 2010.

On February 4, 1983, at the Southeastern Association of Educational Opportunity Program Personnel (SAEOPP) in Atlanta, Georgia, the Constitution and By-laws of the Florida Association of Education Opportunity Program Personnel (FAEOPP) was initially established and approved by the membership of the Florida Association. In December 2016, members approved FAEOPP to be changed to Florida TRIO.

The document was amended (February 4, 1983; February 28, 1993; November 2001; November 18, 2004; January 4, 2010; February 2011; and December 5, 2016) and approved by the membership (via electronic vote) on December 5, 2016.

1997-199
President— Dr. Ben C. McCune
Vice-President—
Treasurer—
Secretary—

1999-2001
President—Gwenuel W. Mingo
Vice-President—Isaac Jones
Treasurer—Linda Cribb
Secretary—Dora Moses

2001-2003
President—
Vice-President—
Treasurer—
Secretary—

2002-2004
President—Dora H. Giddens
Vice-President —Linda Williams
Treasurer—Fred Robinson, Jr.
Secretary—

2005-2007
President—Linda Williams
Vice-President—Angela Coleman
Treasurer—Fred Robinson
Secretary—Denise Bennett

2007-2009
President— Angela Coleman (2 months)/Glori White Peters (finished term)
Vice-President— Glori White Peters (moved up to President)/Denise Bennett (finished term)
Treasurer—Natalie Powell
Secretary—Gail Beshaw

2009-2011
President—Denise Bennett
Vice-President— Jovany Felix
Treasurer—Dr. Rebekah McCloud
Secretary—Cynthia Brady

2011-2013
President—Dr. Bertrand (Frank) Haynes (4 months)/Dr. Rebekah McCloud (finished term)
Vice-President—Dr. Rebekah McCloud (moved up to President) /Ray Cabrera (finished term)
Treasurer—Van Williams
Secretary—April Willis

2013-2015
President—Ray Cabrera
Vice-President—Sylvia Carter (6 months)/Lori Livingston (finished term)
Treasurer—April Willis
Secretary—Janelle George

2015-2017

President— Lori Livingston

Vice-President— Jerinae McCollum Speed

Treasurer— Jovany Felix

Secretary—Carrie Blaustein

CONSTITUTION AND BY-LAWS

OF THE
FLORIDA TRIO

(As ratified on October 29, 1978, and amended February 1983; February 1993; November 2001; November 2004; January 2010; February 2011 and December 5, 2017.

CONSTITITION

ARTICLE I
NAME

The name of the association shall be the Florida TRIO.

ARTICLE II
PRINCIPAL OFFICE

SECTION 1. The principal office of the Florida TRIO (hereafter referred to as The Association) shall be in the state of Florida.

(a) The Association will maintain a P.O. Box for the receipt of mail and other correspondence.
(b) Officers and committees within the Association may from time to time use alternate addresses to conduct business for the Association as approved by the Executive Board.

SECTION 2. The Association may have such other offices at such suitable place or places within or outside of the State of Florida as may be designated from time to time by the Executive Board of the Association.

ARTICLE III
PURPOSES AND OBJECTIVES

The purpose of The Association shall be to bring together a community of persons who have an active interest in or who are professionally involved in broadening accessibility to and success in formal postsecondary education.

a. The Association shall seek to accomplish its purpose:
    i. by serving as an entity of representatives affiliated or employed by programs sponsored by the U.S. Department of Education, Florida Department of Education or Foundations in the state of Florida, along with other programs with an active/and or professional interest in broadening access to and success in post-secondary education;
    ii. by gathering, evaluating and disseminating information about post-secondary educational opportunities to benefit low-income, first-generation, disabled and culturally disadvantaged individuals;
    iii. by developing meaningful approaches to address the concerns of non-traditional prospective and/or enrolled non-traditional students;
    iv. by expanding communication and providing educational enhancement for those interested in and/or involved in educational opportunity programs;
    v. by promoting research, evaluation, programmatic, and fiscal planning and training, inclusive of, but not limited to, conducting workshops and seminars generally seeking to educate the public officials to the concerns of The Association; and
    vi. by encouraging the development and expansion of the communication network primarily for those professionally involved in educational opportunity programs.

b. In order to meet the purpose, the Executive Board will establish and implement a Strategic Plan every two years.
c. The Executive Board will establish and implement programming and/or operational goals annually and will advance and fulfill the goals of the Strategic Plan.

Notwithstanding any other provisions of these articles, the Florida Association of Educational Opportunity Program Personnel, Inc. is organized exclusively for charitable/educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the corresponding section of any future federal tax code.

ARTICLE IV.
ARTICLES OF INCORPORATION

SECTION 1. The Association's Articles of Incorporation, in all jurisdictions, shall be reviewed each year by the Executive Board.

SECTION 2. An amendment to the articles of incorporation or the bylaws which adds, changes, or deletes a greater or lesser quorum or voting requirement must meet the same quorum or voting requirement and be adopted by the same vote and voting groups required to take action under the quorum and voting requirements then in effect or proposed to be adopted, whichever is greater (Florida Statue 617.0725).

BYLAWS

ARTICLE V
MEMBERSHIP

The Association shall be organized as a membership organization offering annual membership classifications whereby bona fide members—through voting requirements and/or procedures and/or through powers assigned to or delegated to the Association's Executive Board—will manage affairs of the Association.

Notwithstanding, membership requirements shall be defined in the Association's bylaws and shall meet the requirements stipulated under sections 617.0701, and 617.0725 Florida Statutes, or any corresponding section of any future State Law.

SECTION 1. TYPES OF MEMBERSHIP
Membership in The Association shall be one of four types (1) Single Project/Program (2) Individual, (3) Associate, and (4) Affiliate.

SECTION 2. SINGLE PROJECT/PROGRAM MEMBERSHIP

a. Single Project/Program Membership is available to currently funded educational opportunity programs (projects) located in the State of Florida.
b. In order to be accepted for Single Project/Program Membership, a project must have paid the annual dues of The Association and otherwise have qualified under the provisions of Article IV, Sections 3 or 4.
c. Single Project/Program Membership entitles each employee of the project to membership as either an Individual or Associate Member as delineated in Article IV, Sections 3 and 4. The right to vote and/or to hold an executive office (elected or appointed) is governed by the membership category as delineated in Article IV, Sections 3 and 4.

SECTION 3. INDIVIDUAL MEMBERSHIP

a. Individual Membership is available to those persons currently employed full-time in the administration or general operation of educational opportunity programs located in the state of Florida.
b. In order to be accepted for Individual Membership, a person (or project) must have paid the annual dues of The Association.
c. Each Individual Member is entitled to one vote and is eligible to hold an executive office (elected or appointed) as delineated in Article V (Section 1) of the Constitution and/or is

eligible for committee appointments as delineated in Article VI (Sections2-4) of this Constitution.

SECTION 4. ASSOCIATE MEMBERSHIP

a. Associate Membership is available to those persons currently employed less than full-time in the administration or general operation of educational opportunity programs in the state of Florida.
b. In order to be accepted for Associate Membership, a candidate (or project) must have paid the annual dues of The Association.
c. Each Associate Member is entitled to one vote and is eligible for committee appointment but is not eligible to hold an executive office (elected or appointed).

SECTION 5. AFFILIATE MEMBERSHIP

a. Affiliate Membership is available to those persons who were formerly employed by educational opportunity programs located in the state of Florida and/or who support the purpose and objectives of The Association, herein expressed, but who do not qualify for membership under the categories of Article IV, Section 3 or 4.
b. In order to be accepted for Affiliate Membership, a candidate must have paid the annual dues of The Association.
c. Each Affiliate Member has a voice, but no vote in meetings of The Association, is not eligible to hold an executive office (elected or appointed), or eligible for a committee appointment.

SECTION 6. MEMBERSHIP YEAR

Membership expires 12 months after date of payment of membership dues.

SECTON 7. MEMBERSHIP DUES OF THE ASSOCIATION

a. The dues of The Association shall be set by the Executive Board on an annual basis.
b. Dues will be collected on a continuous basis throughout the membership year.
c. Regardless of when paid, the full amount of the annual dues is required for membership.

ARTICLE VI
OFFICERS OF THE ASSOCAITION

SECTION 1. OFFICERS

a. Composition: The Florida TRIO Board of Directors shall be comprised of no less than nine individuals holding the positions of President, Vice-President, Secretary, Treasurer,

three Members-at-Large (North, Central, South), Parliamentarian, and Fair Share Liaison. All Board members will come from the Association's membership and will be elected by members for a term of two years pursuant to established bylaws (except the Parliamentarian and Fair Share Liaison who are appointed by the President). The Board of Directors will also include the immediate past president who will serve in this position for two years immediately following his/her term of office.

b. Candidates must be active members of The Association as delineated in Article IV, Section 3c of the Constitution & Bylaws.
c. Candidates for office must have completed The Association's Emerging Leaders Institute before they can be considered for office.
d. Candidates must have been actively involved in Florida TRIO for at least one year before they can be considered for office.
e. Duties:
    i. President—The President shall be the chief executive officer of The Association and shall be at the Annual Meeting of the Association. The President will be the Chairperson of the Executive Board and shall, with the advice and consent of the Executive Board, make all appointments to standing, special, and ad hoc committees. The President will be an ex-officio (non-voting) member of all committees. The President will represent The Association on the Executive Board of the regional organization (SAEOPP).
    ii. Vice-President—The Vice-President shall serve with the same powers and authority of the President in the absence of the President and/or in the event that the President becomes incapacitated or resigns. The Executive Board will determine incapacitation. The Vice-President shall be the Chairperson of the Legislation and Education Committee. Additionally, the Vice-President will be the Florida TRIO Representative on the SAEOPP Conference Committee. The President may designate the Vice-President as an ex-officio (non-voting) representative on any other committee.
    iii. Treasurer—The Treasurer is responsible for the day-to-day oversight of the Association's funds including the receipt and disbursement of all funds in accordance to fiscal policies established by the Executive Board at the Association's expense, the treasurer will be bonded. He/She provides a signature on checks following the procedures outlined in the Association's Policy on Financial Administration. The Treasurer shall maintain appropriate and adequate financial records and shall be prepared, at any time, to surrender such records and monies to the Executive Board or to the succeeding Treasurer. The Treasurer shall submit a written report at each Executive Board meeting and the Annual Meeting. The Treasurer shall submit a fiscal report at the termination of her/his office. The treasurer shall review fiscal policy and procedures (aided by the

Finance & Fiscal Concerns Committee) to insure that the Association is operating according to the Constitution and Bylaws. The Treasurer will serve as an ex-officio (non-voting) member of the Finance & Fiscal Concerns Committee, Conference & Activities Committee and serve as the Co-Chair of the Membership and Credentials Committee.

iv. Secretary—The Secretary shall have both recording and correspondence responsibilities and will be responsible for maintaining up-to-date records concerning membership status. The Secretary shall serve as serve as the Co-Chair of the Membership and Credentials Committee. and the Conference & Activities Committee. It shall be the responsibility of the Secretary to incorporate quarterly reports of the President, Vice-President, Treasurer and Committee Chairpersons into the records of The Association.

v. Member-at- Large—The Member-at-Large shall be elected to represent three geographical regions of Florida (North, Central and South) that make up The Association. The Member-at-Large will represent the diverse program interests of the membership and are voting members of the Executive Board. Each Member-at-Large will be the Chairperson of one of the three following committees (Newcomers & Alumni, Media & Technology, and Awards, Recognition & Student Initiatives). Members-at-Large will also serve on the Association's Fair Share Committee.

vi. Parliamentarian-- The Parliamentarian will make certain all proceedings of the Association and Executive Board are conducted in accordance with the most up-to-date Robert's Rules of Order. Additionally, he/she (1) advises the president and other officers, committees, and members on matters of parliamentary procedure, (2) assists with procedure during conventions and board meetings, (3) trains officers and committee chairs, (4) supervise credentials and elections, and (5) assists with the creation or revision of bylaws.

vii. Fair Share Liaison is in charge of the management and coordination of COE's fair share campaigns. This includes developing a Fair Share Team, making contacts with colleagues, obtaining information form COE, and maintaining the list of Fair Share contributors.

viii. The Immediate Past-President shall serve as an ex-officio (non-voting) member of the Executive Board for a term of two years to provide guidance to the President and the Executive Board and for continuity from the previous Board to the new Board.

SECTION 2. EXECUTIVE COMMITTEE

a. There shall be an Executive Board of The Association consisting of the president, vice-president, secretary, treasurer and immediate past president. It shall have full authority to conduct the affairs of The Association including budgetary procedures. Such authority must remain within the provisions of this constitution and not conflict with the decisions, actions, or policies established by the membership at The Association's annual meeting.
b. Meetings: The Executive Committee shall meet four times a year (at least once a quarter) at times and locations to be determined by the President. The first meeting will be an officers' transition meeting after the election of the new officers of the Association.
c. Annual Meeting: The annual conference (currently the Tri-State Conference) shall be designated as the annual meeting of The Association.

SECTION 3. ELECTIONS

a. At least 90 days prior to the annual meeting of The Association, during the last year of the tenure of each of the members of the Executive Committee, the nomination process will begin. The Nominations Committee will solicit from the eligible voting membership, names of eligible candidates to (as designated in Article IV, Section 3c) place in nomination for the offices of the Executive Board.
b. At least 60 days prior to the annual meeting of The Association, the Nominating Committee will forward to the Vice-President the names of the candidates that have been placed in nomination. The Vice-President will certify that the candidates are eligible for office and forward the names on to the Executive Board who will approve the list.
c. At least 45 days prior to the annual meeting of The Association, the Nomination Committee shall prepare an information sheet listing the qualifications of each candidate, which may include a brief statement from the candidates. The Committee will also prepare the ballot.
d. At least 30 days prior to The Association's annual meeting, all officers shall be elected by mailed or electronic ballot. Voting will remain open for 10 calendar days. The Elections Committee will receive and count the ballots.
e. At least 15 days prior to The Association's annual meeting, the Elections Committee shall certify the election and submit the results to the President who will announce the results to the membership.

SECTION4. TENURE

a. The term of officers shall be two years. The term of office shall begin at The Association's annual conference.
b. Officers cannot serve consecutive terms in the same office. If there are no nominees for an office, the President, with the consent of the Executive Board, may appoint an eligible member of The Association (in accordance with Article IV, Section 3c and Article V, Section 1.) for a term to be approved by the Executive Board.

SECTION 5. VACANCY

a. In the event of a vacancy in the office of the President, the Vice-President shall become the President. In the event of a vacancy in any other office, it shall be filled, with an eligible member (as defined by Article IV, Section 3c and Article V, Section 1) by an election of the Executive Board.

In the event that an officer changes work positions and is no longer employed in a position that covered by the privileges of Active Membership status as outlined by the Constitution & Bylaws (Article IV, Section 3c), the seat must be vacated and it shall be filled, with an eligible member (in accordance with Article V, Section 1), by an election of the Executive Board.

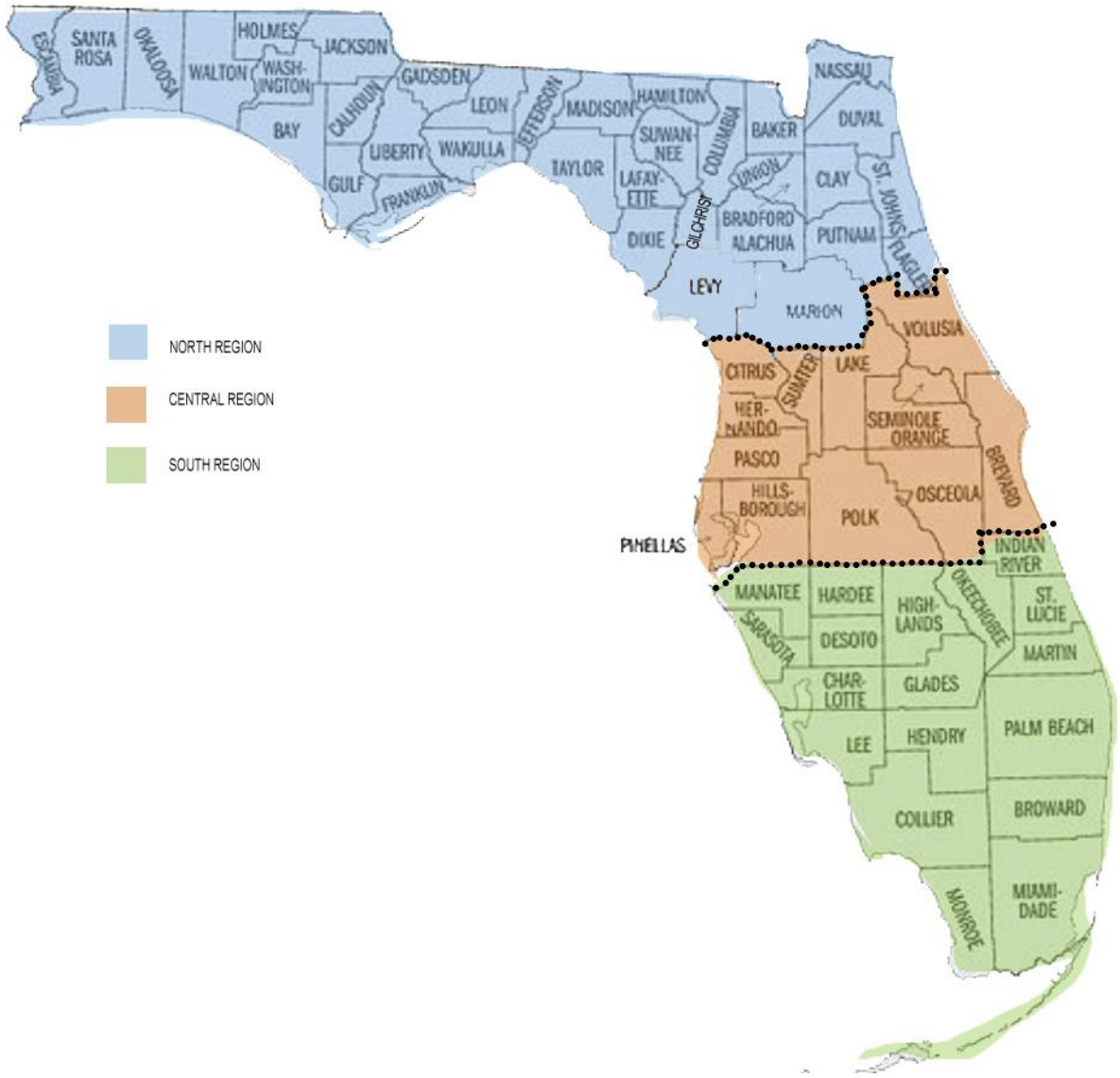
SECTION 6. SUCCESSION

Succession planning is a sign of good governance and good management. It creates confidence within the Association. Its goal is to build the capacity of officers through coaching, mentoring and feedback. As such, FAEOPP is committed to leadership development. Therefore,

a. The Vice-President will serve in the capacity for two years and then succeed the president for a two-year term.
b. Members of the Emerging Leaders Institute cadre will be groomed to succeed other members of the Executive Board (Treasurer, Secretary, Member-at-Large) in accordance with Article V, Section 1.

SECTION 7. REGIONS

a. North Region—The North Region includes the geographic area of Escambia County to the west over to Nassau County to the east and down to Levy, Marion, and Flagler Counties to the south.
b. Central Region —The Central Region includes the geographic area of Citrus County to the west over to Volusia County to the east, and down to Pinellas, Hillsborough, Polk, Osceola, and Brevard Counties to the south.
c. South Region —The South Region includes the geographic area of Manatee County to the west over to Indian River to the east, down to Monroe and Miami-Dade Counties to the south.



SECTION 8. CONFLICT OF INTEREST

a. The Executive Board will develop a Conflict of Interest Policy to be signed annually by each Association officer and committee member. The policy will be reviewed annually.
b. The purpose of the Conflict of Interest Policy is to protect Florida TRIO's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or committee member of the Association or might result in a possible excess benefit transaction.
c. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE VII
COMMITTEES

SECTION 1. APPOINTMENT OF COMMITTEES
Except in those cases delineated elsewhere in this Constitution and Bylaws, the President shall name such standing committees, as may be needed to conduct the activities of the Association. Appointments shall be for two years.

SECTION 2. STANDING COMMITTEES

a. Annual Conference Committee (currently the Tri-State Conference) —VP chairperson, Treasurer serves
b. Awards, Recognition & Student Initiatives Committee—This committee shall be responsible for (1) spearheading student initiatives as deemed necessary (including selecting student scholarship winners and facilitating Student Government elections), (2) organizing the TRIO events (TRIO Day, TRIO Alumni and TRIO Achiever initiatives), (3) FAEOPP competitions (SSS/McNair Debate, Academic Bowl, Scholars Bowl), and (4) Study Abroad. One of the three Members-at-Large will serve as the Chairperson of this committee.
c. Conference & Activities—This committee shall be responsible for planning and coordinating the annual Student Leadership Conference and other related events. Activities include selecting the site, specifying a theme, arranging for appropriate speakers and guests, registration, exhibits, hospitality, evaluation and other activities as necessary. The Committee will present to the Executive Board for its approval, a budget at least four months prior to the event. A Member-at-Large shall serve as the chairperson of this committee. The Treasurer and Secretary serve as an ex-officio (non-voting) member of the Conference & Activities Committee.
d. Finance & Fiscal Concerns— The Finance & Fiscal Concerns Committee is responsible for the financial oversight of the Association and recommends policies to the Executive Board. This committee shall provide guidance and direction to the Treasurer in (1) preparing the annual budget, (2) preparing for the completion of annual tax return, (3) preparing for the completion of periodic financial reviews, (4) reviewing annually the Policy on Financial Administration and (5) other matters relative to fiscal operations. The President determines the selection of members of the Finance Committee who will serve a two-year term. The Committee will consist of one person from each region of the state. The Treasurer is an ex-officio (non-voting) member of this committee. One of the three Members-at-Large will serve as the Chairperson of this committee.

e. Florida TRIO Olympics (host committee)—Treasurer Activities include selecting the site, specifying a theme, arranging for appropriate speakers and guests, registration, exhibits, hospitality, evaluation and other activities as necessary. The Committee will present to the Executive Board for its approval, a budget at least four months prior to the event.
f. Legislation & Education Committee—This committee shall (1) specifically address itself to The Association's goals and (2) be responsible for fulfilling The Associations' Leadership development goals (including the Emerging Leaders Institute). The Vice-President is the Chairperson of this committee.
g. Media Relations —This committee shall address itself specifically to The Association's goals. It shall have responsibility for the development of The Association's publications, which will keep the membership informed and encourage scholarly. Further, the committee is responsible for monitoring The Association's Web site (and Social Networking sites) and planning and coordinating activities utilizing state of the art educational technology to enhance FAEOPP.
h. Media & Technology—This committee shall address itself specifically to The Association's goals. It shall have responsibility for the development of The Association's publications, which will keep the membership informed and encourage scholarly writing. Further, the committee is responsible for monitoring The Association's Web site (and Social Networking sites) and planning and coordinating activities utilizing state of the art educational technology to enhance FAEOPP. One of the three Member-at-Large will serve as the Chairperson of this committee.
i. Membership & Credentials—This committee shall promote membership in The Association, certify to The Association the membership and determine the membership class and eligibility for the purpose of participation in The Association's activities. For each Association meeting, this committee shall certify to the Executive Board the names of the eligible voters and shall be responsible for monitoring and tallying votes when necessary. The Secretary & Treasurer will be Co-Chairpersons of this committee.

SECTION 3. SPECIAL COMMITTEES

a. Constitution, Bylaws & Parliamentary Procedures Committee—This committee is responsible for (1) reviewing the Constitution & Bylaw (every two years) and (2) serving as parliamentarians at The Association's annual meeting. The Parliamentarian will serve as the chairperson of this committee.
b. Elections Committee— This committee shall be responsible for certifying the election of officers. No member of this committee shall serve on the Nominations Committee at the same time. The Elections Committee shall open voting (by mailed or electronic ballots) at least 30 days prior to The Association's annual meeting. Voting will remain open for 10 calendar days after which the Elections Committee will receive and count

the ballots. At least 15 days prior to The Association's annual meeting, the Elections Committee shall certify the election and submit the results to the President who will announce the results to the membership in accordance with Article V, Section 3e. Vice-President will appoint members.

c. Fair-Share Committee—This committee will be a guide to the membership and link between our Region and Council on Opportunities in Education (COE) to support continued funding sources for all TRIO programs. The Fair Share Liaison will serve as the chairperson of this committee.
d. Goodwill Committee—This committee shall have the responsibility for (1) communicating goodwill and hospitality, on behalf of the organization, to FAEOPP members (Newcomer's Orientation, retires, illness, death, etc.) and (2) facilitating other member recognitions as necessary. President will appoint members.
e. Nominations Committee—This committee shall be responsible for the dissemination of a certified ballot to eligible members in accordance with Article V, Section 3d. Vice-President will appoint members.

SECTION 4.AD-HOC COMMITTEES

The President and/or the Executive Board shall establish task-oriented committees. Such committees shall operate within the purposes and objectives of The Association and shall automatically be dismissed upon completion of a task.

a. Archives Committee—This committee shall be responsible for collecting records of The Association to be placed in the FAEOPP Archives Collection that will be housed with the Secretary and transferred from one to the next.
b. Research Committee—This committee shall be responsible for generating standardized information for a state database and engaging in and encouraging the pursuit of empirical investigations that provide feedback for the improvement of TRIO programs.
c. State Initiatives Committee—This committee shall have the responsibility to assist The Association in becoming more effective voices for low-income, first generation and disabled students on the state policy level.
d. TRIO Alumni—This committee will connect with Florida TRIO directors and FAEOPP leaders to develop a directory of programming to connect with alumni. It will assist with issues regarding alumni development, building relationships with our graduates, developing alumni activities and sponsoring special events and fund-raising activities. It will also call on alumni for political action, to sign petitions, and to attend state conferences.

ARTICLE VIII
MEETINGS

The governing body of The Association shall be the voting membership which shall meet annually. The Association's annual conference shall be designated as the annual meeting. Written notices of the annual meeting must be mailed (paper and/or electronic) to the addressed of all members at least 60 days before the meeting is held.

SECTION 1. QUORUM

a. In order to conduct the business of The Association at the annual meeting, a simple majority of the voting members present is required.
b. In order to conduct an Executive Board and/or Committee meeting, a simple majority is required.

SECTION 2. PROXY

In order to conduct the business of the Association and allow all voices to be heard, Florida TRIO will employ a proxy system for its Executive Board meetings.

a. When an officer of the Executive Board is unable to attend a meeting, he/she may give a written proxy to the President so that a vote can be cast on behalf of the officer.
b. The secretary will note in the meeting minutes that the officer's vote was cast by proxy.

SECTION 3. RULES OF ORDER

a. Roberts Rules of Order (Revised Edition) shall be the parliamentary authority of all proceedings of The Association unless otherwise specified in the Constitution.
b. The Executive Board will receive training on how to operate a meeting using parliamentary procedures via Roberts Rules of Order.
c. The President shall appoint a member of the Constitution, Bylaws & Parliamentary Procedures Committee to serve as the Parliamentarian at The Association's annual meeting.

SECTION 4. EXECUTIVE BOARD MEETINGS

The Executive Committee shall meet four times a year (at least once a quarter) at times and locations to be determined by the President. The first meeting will be an officers' transition meeting after the election of the new officers.

SECTION 5. COMMITTEE MEETINGS

Committees will meet at least once a year and/or more frequently as needed. Meetings may be held in person or via electronic means. The Chairperson will notify members of in-person

meetings at least 60 days prior to the meeting and at least 30 days prior to an electronic meeting.

SECTION 6. SPECIAL MEETINGS

a. Except as provided in the articles of incorporation or bylaws, special meetings of the members may be called by:
   i. The President;
   ii. The Association officers; or
   iii Any paid member of the Association

b A person who signs a written demand for a special meeting pursuant to paragraph (a), must describe the purpose for which the meeting is to be held and deliver the request to an Association officer.

c. If notice for a special meeting is not given within 30 days after receipt of the demand. The person signing the demand may set the time and place of the meeting and give notice under this subsection. (Amended from Florida Statue 617.0701).

ARTICLE IX
FINANCES

SECTION 1. FISCAL YEAR
The fiscal year of The Association shall be from July 1 to June 30 inclusive.

SECTION 2. FINANCIAL SUPPORT
Financial support shall be derived from annual dues of members, proceeds from conference and workshop and other activities.

SECTION 3. FINANCIAL POLICY

a. The Executive Board shall develop a Policy on Financial Administration that will be reviewed annually by the Finance & Fiscal Concerns Committee and approved annually by the Executive Board.
b. An annual budget for The Association shall be prepared by the Finance & Fiscal Concerns Committee, adopted by the Executive Board and presented to the membership for approval at The Association's annual meeting.

ARTICLE X
CORPORATE POWERS & LIMITATIONS OF ACTIVITIES

SECTION 1. CORPORATE POWERS

The corporate powers of this Association shall include the provisions stipulated in 617.03202, Florida Statutes that include power to:

(1) Have succession by its corporate name for the period set forth in its Articles of Incorporation.
(2) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
(3) Adopt, use, and alter a common corporate seal.
(4) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
(5) Adopt, change, amend, and repeal bylaws, not consistent with law or its Articles of Incorporation, for the administration of the affairs of the Association and the exercise of its corporate powers.
(6) Increase, by vote of its members the number of its directors so that the number shall not be less than three but may be any number in excess thereof.
(7) Make contracts and incur liabilities, borrow money at such rates of interest as the Association may determine, issue its notes, bonds, and property, franchises, or income.
(8) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.
(9) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
(10) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
(11) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
(12) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
(13) Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.

SECTION 2. LIMITATIONS

a. The Association is organized and shall be operated exclusively for charitable and educational purposes within the meanings of Sections 170(c)(2)(b), 501 (c)(3), 2055 (a), 2522(1)(2) of the Internal Revenue Code.

b. No part of the net earnings of The Association shall be distributed to its Executive Board members or other private individuals or organizations organized and operated for a profit (except that The Association shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposed herein stated).
c. No substantial part of the activities of The Association shall be the conducting of propaganda or otherwise attempting to influence legislation, and The Association shall not participate in or intervene in (including publication distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
d. Notwithstanding any provision herein, The Association shall not carry on any activities not permitted to be carried on by:
    i. An organization exempt from federal income taxation under Section 505(a) of the Internal Revenue Code as an organization described in section 501(c)(3) of such code;
    ii. An organization described in Section 509(a)(1), (2) or (3) of the Internal Revenue Code as the case may be;
    iii. An organization, contributions to which are deductible under Section 170(c)(2) or 2552(1)(2) of the Internal Revenue Code.

ARTICLE XI
DISSOLUTION OR FINAL LIQUIDATION

On dissolution or final liquidation of The Association, The Executive Board of the Association shall (after paying or making provisions to pay all debts, obligations, and liabilities) make adequate provisions to transfer, convey, or distribute all remaining assets of The Association to one or more of the following categories of receipts, as determined by the Executive Board upon a majority vote:

a. A non-profit organization or organizations, which may have been created to succeed The Association, as long as such organization or each of such shall then qualify as an organization exempt from federal income taxation under section 501 (a) of such code as an organization described in section 170 (c) (2) and 501 (c) (3) of such code, or the corresponding section of any future tax code.
b. A non-profit organization or organization having similar aims and objectives as The Association and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as an organization exempt from federal income taxation under section 501 (a) of such code as an organization described in section 170 (c) (2) and 501 (c) (3) of such code, or the corresponding section of any future tax code.

ARTICLE XII
CONSTITUTIONAL AMENDMENT

a. The Executive Board shall initiate the proposal to amend this Constitution by recommendation of the Constitution, Bylaws & Parliamentary Procedures Committee or any voting member.
    i. The proposed amendments shall be certified to the Secretary at least 45 days before action is expected. The Secretary shall make such certified proposed amendments available to the membership at least 30 days before expected action and no vote shall be taken until at least 10 days after copies have been made available to the membership.
    ii. If a proposal to amend is initiated by an individual, it shall be accompanied by a petition signed by at least five Active or Associate members.
    iii. If a proposal to amend is initiated by the Constitution, Bylaws & Parliamentary Procedures Committee, it shall be accompanied by the minutes from the meeting indicating the vote of the committee.

b. The Constitution shall be amended (1) at The Association's duly called annual meeting or by mail (paper or electronic). In the first instance, a simple majority of registered and eligible members at such a meeting is required to pass a proposed amendment. If done by mail (paper or electronic), a simple majority of all eligible members returning ballots is required.