Article I
Name
Section I The name of this organization shall be the Florida State University Seminole Torchbearers.

Article II
Purpose
Section I The Seminole Torchbearers shall exist as a constituency support organization for the Division of Student Affairs at Florida State University. The purpose shall be to:

- Provide and generate financial, public opinion, and community interest support for the Division of Student Affairs and Florida State University.
- Establish and promote goals and projects which strengthen the ties between members, the organization, the community, the student body and the University.
- Recognize the contributions of present and former student leaders.
- Serve as an advisory body to the Vice President for Student Affairs.
- Coordinate development activity and actively raise funds for the Division of Student Affairs and student life programs at Florida State University.

Article III
Membership
Section I All alumni, individuals, and corporations interested in fulfilling the purposes of this organization as set forth in Article II shall be eligible for membership.

Section II A select group of graduating students at Florida State University shall be inducted each year in a manner established by the Board of Directors.
Article IV
Board of Directors

Section I Each board member shall have demonstrated outstanding qualities of leadership and a serious personal intention to promote the advancement of higher education and the University through dedicated service to the organization. Each director shall set an example of charitable interest in the University and the Division of Student Affairs which alumni and other friends may emulate. To that end, each elected member of the Board shall contribute his or her time and financial support to the University.

Section II The Board shall include the following ex-officio members: the Vice President for Student Affairs, the Student Affairs Development Officer, the Student Body President or his or her designee, the Senate President or his or her designee, the Senior Class President, and two designees of the Vice President for Student Affairs.

Section III The remaining members of the Board shall not exceed thirty five (35) regular members nominated by members of the Board.

Article V
Election of the Board of Directors

Section I Board members designated as regular members shall be elected each fall for a term of three years or until their successors shall be elected. Board members shall begin serving after orientation during the Spring Board Meeting.

If a vacancy occurs, the other Directors shall fill such vacancy for the unexpired term. It shall require a majority vote of all members of the Board of Directors present and voting to elect a director or fill a vacancy. Effective July 15, 2005, Directors shall be eligible to serve a maximum of three consecutive three-year terms.

Section II Ex officio members of the Board shall serve for as long as they hold the position that confers membership on the Board. Ex officio members of the Board shall be entitled to all the rights and privileges of regular members, including the right to vote so long as they are present.

Section III Board members may be removed if a majority of the Executive Committee votes affirmatively in favor of such removal and at the next scheduled Board meeting, two-thirds of the Board members present vote affirmatively to remove such member.
Article VI
Board of Director Responsibilities

Section I Regular and ex officio members of the Board of Directors are asked to fulfill the following responsibilities:

- Attend all Board meetings and Torchbearer events.
- Serve on committees as developed by the Board or Chair.
- Raise at least $1,000 in new money for Student Affairs programs each year.
- Advise the Board of Directors and Vice President for Student Affairs on student needs and services and other aspects of student welfare.
- Promote Florida State University, Seminole Torchbearers, and student life programs of the University to the general public.

Article VII
Officers

Section I There shall be two Board officers: a Chair and a Chair-Elect. Both shall serve a term of office of two (2) years, with such term to begin at the Spring Board meeting (or at such earlier time as their predecessor ceases to hold such office).

Section II At the conclusion of the term of the Chair, the Chair-Elect shall automatically become the Chair, without the need for any further action or vote by the Board.

Section III At the Spring Board meeting in odd numbered years, the Board shall take nominations and then hold an election for the position of Chair-Elect. If there are two candidates for this position, the winning candidate must receive the affirmative vote of more than one-half of those Board members present and voting at the Spring Board meeting. If there are more than two candidates for the position, there shall be an initial vote of the Board members present and the two candidates with the most votes shall go on to a final election for the position in accordance with the preceding sentence. If for any reason this process is not completed at the Spring Board meeting in odd numbered years, then the Board shall complete this election as soon as possible thereafter.

Section IV Once the incoming Chair-Elect is elected, the outgoing Chair-Elect shall assist the incoming Chair-Elect to learn the procedures and practices that are material to the position, such that the incoming Chair-Elect can assume his or her role at the Fall Board Meeting. Likewise, the Chair is expected to work with the Chair-Elect during their two-year term to also ensure a smooth transition of duties.

Section V: The duties of the Chair shall be as follows:

- To preside at all meetings of the Seminole Torchbearers Board.
- To see that the orders of the Board are carried out promptly or to advise said Board if its orders are not carried out.
• To report to the Vice President for Student Affairs in accordance with the policies of the Florida State University Foundation, Inc.
• To appoint committee chairs.

Section VI
The duties of the Chair-Elect shall be to work with and assist the Chair, to serve as a committee chairperson and, in the absence or inability of the Chair to serve, to assume the duties of the Chair. If the Chair-Elect must permanently assume the duties of the Chair, then the Board shall, at the next Board Meeting, elect a new Chair-Elect in accordance with Section III of this Article VII. If this election does not take place at the Spring Board meeting in an odd numbered year, then the Board shall also determine whether to adjust the terms of office of the Chair and the incoming Chair-Elect.

Article VIII
Student Affairs Development Officer

Section I
The Student Affairs Development Officer will coordinate and implement the day to day activities of the organization and Board of Directors. The duties of the Development Officer shall be as follows:

a. To provide leadership for the organization subject to the direction of the Vice President for Student Affairs and the Board.
b. To execute the policies and directives of the Vice President for Student Affairs, Board and Executive Committee.
c. To carry out the day to day business of the organization.
d. To acknowledge all contributions to the Division of Student Affairs.
e. To develop and maintain operating budgets for all activities and administer Seminole Torchbearers accounts.
f. To identify, cultivate, solicit and steward prospects and donors to Student Affairs programs.
g. To serve as a liaison with the Florida State University Foundation, Inc. for the Division of Student Affairs.

Article IX
Committees

Section I
Executive Committee

a. The Executive Committee shall exercise the powers and authority of the Board when the Board is not in session and shall serve the Vice President for Student Affairs and the University as the authoritative advocates for the Seminole Torchbearer organization.
b. The Executive Committee shall consist of the following: the Officers of the organization, the Student Affairs Development Officer who shall be an ex-officio and non-voting member; the Vice President for Student Affairs; the chairpersons of the standing committees of the Board; the past Chair of the Board; and other members as deemed necessary by the Chair of the Board.

c. The Executive Committee shall meet at the call of the Board Chair. Minutes shall be kept. The Executive Committee shall have no authority to amend the constitution or bylaws or elect Directors. All action taken by the Executive Committee shall be reported at the next Board meeting.

d. The Executive Committee shall serve as the nominating committee and make recommendations about prospective Board members to the entire Board. Nominations for Board membership may be submitted to the Executive Committee for consideration by any Board Member.

e. The Executive Committee shall assume primary responsibility for directing the fundraising activities of the Seminole Torchbearers.

Section II  Events Committee

a. The Events Committee shall plan and help coordinate major activities of the Seminole Torchbearers and provide guidance to the Student Affairs Development Officer.

Section III  Fundraising Committee

a. The Fundraising Committee shall coordinate the fundraising activities of the Seminole Torchbearers and assist in coordinating the fundraising activities of the Division of Student Affairs.

Section IV  Membership Development Committee

a. The Membership Development Committee shall establish guidelines for induction into the Torchbearers, assist in developing Board membership, and provide orientation for new Directors upon their acceptance onto the Board.

Section V  Ad-hoc Committees

a. Other committees may be formed as needed at the discretion of the Chair, Executive Committee, or entire Board.
Article X
Meetings

Section I Meetings shall be held once per year during the spring.

Section II Meetings of the Board or committees may be conducted by electronic means if all persons participating in such meetings are able to communicate with each other.

Article XI
Amendments

Section I This constitution may be altered, amended, rescinded, or repealed at any meeting of the Board of Directors by the affirmative vote of two-thirds of those Board members present and voting and shall become effective upon the approval of the Vice President for Student Affairs. Written notice of proposed changes shall be given to every Board member at least fifteen days in advance before any action may be taken.