

BYLAWS OF THE GREATER NORTH SHORE AREA ALUMNI ASSOCIATION OF SIGMA ALPHA EPSILON

ARTICLE I – NAME

Section 1. Name. The name of this association shall be the Greater North Shore Area Alumni Association of Sigma Alpha Epsilon.

ARTICLE II - PURPOSE

Section I: Purpose. The purpose of this association, as an official body of the International Fraternity shall be:

- A. To promote the interest and welfare of the Fraternity as an institution devoted to the highest ideals of friendship, scholarship, leadership, service, and integrity.
- B. To serve as a continuing factor of Sigma Alpha Epsilon in the lives of Brothers post-undergraduate.
- C. To serve as a bond and support between Alumni, the Chapter International, and the Chapters Collegiate.
- D. To serve as a sponsor of activities designed to promote the interest of all members of Sigma Alpha Epsilon.

ARTICLE III - MEMBERSHIP

Section 1. Membership. All alumni Brothers in good standing with Sigma Alpha Epsilon are considered members of this alumni association upon application and payment of the dues prescribed by the Board of Directors of the Association. The Board of Directors may reject an applicant for Association membership if the proposed member is not in good standing in the Fraternity or if they have engaged in or do engage in conduct which is illegal and/or unbecoming a gentleman. The same applies for removal of an existing member for any of the above reasons, or non-payment of dues.

ARTICLE IV - GOVERNANCE

Section 1. Governance. The government of the Association shall be vested in the following governing bodies and officers, ranking in the order named, with authority and duties as hereinafter provided:

- A. Annual Business Meeting
- B. The Board of Directors
- C. The Executive Committee

D. The Association President

E. The Association Vice President in the absence of the President

Section 2. Meeting of Members.

A. The annual meeting of the Association members, known formally as the Annual Business Meeting, shall be held in conjunction with and directly prior to the Founders' Day Banquet in March for the election of officers and to conduct such other business as may be presented. Action may be taken by a majority of the members present and voting.

B. Special meetings of the Association may be called by the Board of Directors or by any five (5) members of the Association upon request to the Board of Directors. Notice of such meeting, specifically setting forth the purpose of the meeting shall be sent to the membership at least ten (10) days prior to the date of any such special meeting.

C. Notice of meetings or any other Association business may be accomplished by postal service or e-mail, with correspondence sent to members' official address on record with the Association.

Section 3. The Board of Directors. Management of the Association shall be vested in the Board of Directors and its Executive Committee.

A. The Board of Directors shall be composed of a minimum of seven (7) and no more than thirteen (13) Association members: the President, the Vice President, the Treasurer, the Secretary, the Membership Director, the Recruitment Director, the Immediate Past President, and up to six (6) at-large members. Operational management of the Association shall be directed by the Executive Committee, to include: the President, Vice President, the Treasurer, and the Secretary. In the event that the Immediate Past President is unable or unwilling to serve on the Board of Directors, an additional at-large member shall be elected by the Association membership. The President of the Association shall serve as the Chair of the Board of Directors.

B. The Chair shall call meetings of the Board of Directors and the Executive Committee at least once per month:

C. Meetings of the Board of Directors may also be scheduled by mutual agreement of two (2) or more board members. Notice of such a meeting, specifically setting forth the purpose of the meeting, shall be sent to all board members at least ten (10) days prior to the date of any such meeting. A quorum at such a special meeting may only be satisfied by the presence of fifty-one percent (51%) of the Board membership.

D. Meetings of the Executive Committee may also be scheduled by mutual agreement of two (2) or more Executive Committee members. Notice of such a meeting, specifically setting forth the purpose of the meeting, shall be sent to all Executive Committee members at least five (5) days prior to the date of any such meeting. A quorum at such a special meeting may only be satisfied by the presence of seventy-five percent (75%) of the Executive Committee voting membership.

Section 4. Robert's Rules of Order shall govern all elections, meetings of the members and Board of Directors when not otherwise governed by these Bylaws or the Fraternity Laws.

ARTICLE V – ELECTIONS

Section 1. The Nominations and Awards Committee shall present the formal slate of candidates for the Board to the membership at the Annual Business Meeting in March, with the slate being sent to Association members at least fourteen (14) days prior to the Annual Business Meeting. The timeline and application process shall be determined by the Nominations and Awards Committee requiring approval by a majority vote of the Board of Directors. Additional nominations may be entertained from the floor of the elections which, upon a majority vote of the members present, such nominations shall be added to the official ballot.

Section 2. Active members of the Association in good standing present at the Annual Business Meeting in November shall constitute a quorum and a majority vote of the members in good standing present shall govern the election of the Officers and Directors. Proxies are not authorized by these Bylaws.

Section 3. The newly elected Officers and Directors shall be installed pursuant to the Ritual at the annual Founders' Day Banquet directly following Annual Business Meeting.

Section 4. As specified in Article IV, Section 4 Robert's Rules of Order shall govern at such elections.

ARTICLE VI - COMMITTEES

Section 1. Committees. The Association President holds the sole power to appoint the Chair and members of any standing or ad-hoc committee. The Board holds the sole power to remove the chair of any standing or ad-hoc committee by means of a majority vote. Within their first 30 days in office, the President shall appoint committees and their chairs sufficient to conduct the business and purposes of the Association, including but not limited to:

- A. Annual Business Meeting Committee
- B. Audit Committee
- C. Fall Harvest Ball Committee
- D. Finance Committee
- E. Founders Day Committee
- F. Governance Committee
- G. Membership Program Board
- H. Nominations and Awards Committee
- I. Province Outreach Committee
- J. Recruitment Committee
- K. Social Media Committee

It is anticipated by these Bylaws that each member of the Board of Directors shall chair and be responsible for the conduct of the affairs of at least one of the above committees.

Section 2. Committee Descriptions.

A. Annual Business Meeting Committee. This committee, consisting of no more than seven (7) total members, shall be tasked with planning, coordinating, and managing the business and logistics of the Association's Annual Business Meeting.

B. Audit Committee. This committee, consisting of no more than three (3) total members, shall be tasked with managing and conducting the annual audit and review of the Association's finances and financial records. They shall present their findings to the Board of Directors and Association membership through a written report.

C. Fall Harvest Ball Committee. This committee, consisting of no more than seven (7) total members, shall be tasked with managing, planning, and coordinating the Association's annual Fall Harvest Ball.

D. Finance Committee. This committee, consisting of no more than five (5) total members, shall be tasked with managing and overseeing the Association's finances and financial records, in compliance with federal, state, local, and Fraternity law, and promoting the financial growth and stability of the Association.

E. Founders Day Committee. This committee, consisting of no more than seven (7) total members, shall be tasked with planning, coordinating, and managing the Association's annual Founders' Day Celebration activities.

F. Governance Committee. This committee, consisting of no more than four (4) total members, shall be tasked with maintaining these Bylaws, managing the year-round bylaws amendment proposal process, and promoting governance innovation and best practices within the Board of Directors.

G. Membership Program Board. This committee, consisting of no more than ten (10) total members, shall be tasked with planning, coordinating, and managing consistent

membership programming which promotes members' engagement in fraternal life and ensures that all members feel welcomed and supported by the Association.

H. *Nominations and Awards Committee*. This committee, consisting of no more than seven (7) total members, shall be tasked with planning, coordinating, and managing the award nominations and Board elections process.

I. *Province Outreach Committee*. This committee, consisting of no more than three (3) total members, shall be tasked with promoting strong communication and connection between the Association, the Province Archon, the Province Council, other alumni associations, and undergraduate chapters within the Province.

J. *Recruitment Committee*. This committee, consisting of no more than ten (10) total members, shall be tasked with planning, coordinating, and managing consistent recruitment efforts and programming which promote the growth of the Association's membership.

K. *Social Media Committee*. This committee, consisting of no more than five (5) total members, shall be tasked with planning, coordinating, and managing Association social media accounts and marketing efforts in order to promote the events, growth, and image of the Association. The President shall serve as Co-Chair of this Committee.

Section 3. Other Committees. The President holds the sole power to create and disband any and all ad-hoc committees as deemed necessary.

ARTICLE VII - EXECUTIVE OFFICERS

Section 1. Officers. The Executive Officers of the Association Board of Directors shall be:

- A. Eminent Archon (*President*)
- B. Eminent Deputy Archon (*Vice President*)
- C. Eminent Recorder (*Secretary*)
- D. Eminent Warden (*Treasurer*)
- E. Immediate Past President (*Ex-Officio*)

Section 2. Term. Officers and all other Board members shall serve for the one year interval between Founders Day events. Should any officer or other Board member resign or become unable to serve during the ensuing year, the President shall nominate a member to serve out the unexpired term of office, requiring a nominee confirmation of the Board by a majority vote.

Section 3. Rotation. Should the President be unable to complete their term, the Vice President shall succeed them. They shall then follow the nominee confirmation process to fill additional officer positions to serve out the unexpired term of any other vacant office.

ARTICLE VIII - DUTIES OF EXECUTIVE OFFICERS

Section 1. President. The Association President shall serve as the chief executive of the Association and preside over the Annual Business Meeting, meetings of the Board of Directors, banquets, and at other social functions; serve as the official spokesperson of the Association; publish and enforce orders from the Eminent Supreme Archon, the Supreme Council, the Province Archon, and the Association's Board of Directors. They shall carry out the laws of the International Fraternity and the Bylaws of this Association.

Section 2. Vice President. The Association Vice President shall assist the President and perform the duties of the President in the case of the President's absence. The Vice President shall assist the Association in keeping good order, promoting the health and safety of the Association, serve as the official interpreter of these Bylaws when faced with contention, hold the sole power to determine when quorum has been satisfied, to be delegated in their absence, and shall serve as the Chair of the Governance Committee.

Section 3. Secretary. The Association Secretary shall record the minutes of the Board and Annual Business Meeting, record and certify Association election results, and submit any reports required by the Fraternity Service Center including, but not limited to the annual report of current officers and activities for the preceding year to the Eminent Supreme Recorder on April 1st of each year, and other such functions as prescribed by the President and/or the Board of Directors.

Section 4. Treasurer. The Association Treasurer shall be responsible for managing the funds and financial accounts of the Association, the collection of all dues, actively maintaining a roster of all dues paying members, and initiating all disbursement of Association funds, including but not limited to, payment of the Association's annual dues to the Fraternity Service Center. The Treasurer shall present an annual financial statement of the Association at the Annual Meeting of the Members and shall present financial statements to the Board at the regularly scheduled meetings, with the fiscal year running from Founder's Day to Founder's Day. The Treasurer shall cooperate with the Auditing Committee in their annual review or audit of the Association's financial records, and, at the reasonable request of the Board, they shall furnish such other financial statements as may be required. The Directors shall authorize the President and Treasurer to execute checks on behalf of the Association for monthly Association Gatherings. All other expenditures exceeding \$500.00 must be approved by a majority vote of Directors. The Treasurer shall also assist the Association in keeping good order and serve as the Chair of the Finance Committee.

Section 5. Immediate Past President. The Immediate Past President shall serve as a voting trustee of the Board and non-voting, ex-officio member of the Executive Committee. They shall provide ideas and support to promote the well-being, growth, and stability of the Association.

- A. The Immediate past President reserves the right to run for re-election or election to another Executive or Board Officer position following their term as President.

ARTICLE IX - BOARD OFFICERS

Section 1. Officers. Additional officers of the Association Board of Directors shall be:

- A. Eminent Chaplain (*Membership Director*)
- B. Eminent Herald (*Recruitment Director*)
- C. At-Large Board Member

ARTICLE X - DUTIES OF BOARD OFFICERS

Section 1. Membership Director. The Association Membership Director shall coordinate all membership programming and promote the equity and inclusion of all members in the Association by ensuring their welcomed and supported engagement in fraternal life. They shall keep the official roll and mailing list of all Association members in collaboration with the Treasurer and Secretary and serve as the Chair of the Membership Program Board. Additionally, they shall assist the Vice President in promoting the health and safety of the Association.

Section 1. Recruitment Director. The Association Recruitment Director shall lead and promote the growth of the Association's membership. They shall oversee all recruitment efforts and marketing of the Association, keep and maintain a list of regional alumni who have not yet joined the Association, and serve as the Chair of the Recruitment Committee.

Section 3. At-Large Member. The At-Large Member shall serve as a voting trustee of the Board and provide ideas to promote the well-being, growth, and stability of the Association. In doing so, they shall be a voice representing the Association Membership in order to raise concerns or innovations present in the wider Association.

ARTICLE XI -DUES

Section 1. Dues. The Association shall be financed by annual dues to be levied by the Board of Directors. Annual dues along with any other fees shall be set or adjusted by a majority vote of the Board of Directors as periodically needed.

ARTICLE XII - PROVINCE AND NATIONAL CONVENTIONS

Section 1. The Association President shall automatically serve as the official Delegate to any formal Fraternity Convention. In the event they are unwilling or unable to serve as a Delegate they reserve the right to appoint a Delegate in their place to represent the Association.

Section 2. The Association shall pay the registration fee, if any, for the formal Delegate to the Province Convention.

Section 3. The Association shall pay to the formal Delegate to the International Convention an appropriate mileage allowance and the Convention registration fee if such funds are available and are applied for by the delegate(s).

ARTICLE XIII - BYLAWS

Section 1. These Bylaws shall become effective upon adoption by a majority vote of the membership at the inaugural Annual Business Meeting.

Section 2. Amendments to these Bylaws may be proposed by the Board of Directors or by two (2) members of the Association upon request to the Governance Committee. Such amendments shall be presented to the membership at the next Annual Business Meeting or a Special Meeting called for that purpose pursuant to the procedures set forth above. The text of the proposed amendments shall be presented to the membership fourteen (14) days prior to the vote. Amendments to the Bylaws shall be adopted by a two-thirds ($\frac{2}{3}$) vote of members present and voting, given quorum has been satisfied.

Section 3. These bylaws may be suspended by a two-thirds ($\frac{2}{3}$) vote of the governing body to which the bylaw would apply to.

Section 4. The Greater North Shore Area Alumni Association of Sigma Alpha Epsilon Fraternity may be formally closed and disbanded by a unanimous vote of the Board of Directors. Notice of such a vote occurring must be provided to the formal Association Membership at least seventy-two (72) hours prior to the vote being held. Upon a successful vote for closure and disbandment, all Executive Committee members shall remain as the sole organizational trustees responsible for the formal handling and closure of financial accounts, operational commitments, and liabilities until such time that formal closure has been finalized.

Adopted this the 8th day of March 2021

A handwritten signature in black ink, appearing to read "Samuel Z. Lim". The signature is written in a cursive style with a large initial 'S'.

Samuel Z. Lim, Association President