

By-Laws of the Metagenes Alumni Association of the Alpha Rho Chi Fraternity

Provisionally adopted - 10 Feb 2001
With modifications - 19 Feb 2001

Article 1. The Board of Directors

Section 1.1 Establishment

This association shall have a Board of Directors consisting of a President, a Secretary, a Treasurer, and at least two Directors-at-Large.

Section 1.2 Meetings

The Board of Directors shall be presided over by the President. It shall meet in session at least quarterly, the dates and times as established by the Board of Directors or as called for by the President Attendance at all Meetings by each Director is mandatory. A fine may be assessed by the Board of Directors for non-attendance, unless a valid excuse is resented prior to the meeting being missed.

Section 1.3 Primacy of the Membership

The Board of Directors shall govern the Association at all times, except during Association meetings. The decisions of the Board of Directors shall be final, unless they are appealed to the Association in a Regular or Called meeting of the Association. The vote of the Association on an appeal shall be final.

Section 1.4 Transparency

All meetings of the Board of Directors are open to members of the Association. The proceedings shall be reported to the Association at the first following Association meeting by the Secretary.

Section 1.5 Order of Offices

The order of offices shall be as follows: Highest office of the Association shall be the President, then the Secretary, then the Treasurer, and then the Directors-at-Large.

Article 2. Elected Officers

Section 2.1 President

The President shall preside over all Association meetings and meetings of the Board of Directors, shall preserve all books, records and documents pertaining to this office and shall hand them over to his successor at the end of the term of office. He shall have charge of all official business of the Colony and shall make all appointments subject to the approval of the board of directors.

Section 2.2 Secretary

The Secretary shall record the proceedings of all Association meetings and meetings of the Board of Directors, shall record the roll at all required functions, shall be the keeper of all Official Alumni Associations Records and Documents, shall order and be responsible for all Alumni and Fraternity emblems. The Secretary shall be responsible for all the general correspondence of the Association. The Secretary shall submit all records to the National Fraternity or the State, as required.

Section 2.3 Treasurer

The Treasurer shall have charge of the general finances of the Association, shall collect all dues and fees owed the Association, shall prepare and submit at each Board of Directors and Association meeting a written report showing the account balance and paid membership. The Treasurer must submit, in collaboration with the President, a complete financial statement each year. The Treasurer shall be responsible for all financial reports sent to the Worthy Grand Estimator or the State, if required. The Treasurer shall be the keeper of all the financial records of the Association, including the checkbook.

Section 2.4 Directors-at-Large

Directors-at-Large shall advise the other officers and participate in Board of Directors meetings. There shall be at least two Directors-at-Large; the Association may elect additional Directors-at-Large at its discretion.

Article 3. Appointed Officers

Section 3.1 Registered Agent

The Board of Directors shall designate one of its members as Registered Agent. The Registered Agent must be a resident of Virginia. The duty of the Registered Agent will be to forward to the Secretary any notice that is served on the Registered Agent by the Commonwealth of Virginia. If necessary, the Board of Directors may designate a member of the Virginia State Bar or another agent in compliance with the Code of Virginia. Changes to the Registered Agent or his office address shall be filed with the Commonwealth of Virginia.

Section 3.2 Delegate to National Convention

The Association's Delegate to the National Convention of the Alpha Rho Chi Fraternity may be elected by the Association in a Regular or Called meeting. If no Delegate is elected, the President may appoint the Delegate with the approval of a majority of the Board of Directors. If the Delegate is unable to attend the Convention, the Delegate may transfer their individual voting rights to another member of the Association by executing a proxy in writing.

Section 3.2 Assistants to the elected officers

Assistants to the elected officers may be appointed by the President, upon the recommendation of the elected officer, upon the recommendation of the elected

officer, with the approval of the Board of Directors. The terms of appointed officers shall be terminated at the time of installation of incoming officers.

Section 3.2 Parliamentarian

The Parliamentarian shall be appointed and shall have final ruling of all parliamentary procedures according to *Robert's Rules of Order*, [*The Scott Foresman Robert's Rules of Order Newly Revised, 1990 Edition*]. The Parliamentarian shall act as Sergeant-at-Arms and act with the President to keep order during formal Association Functions.

Section 3.3 Chaplain

The Chaplain shall be an appointed office and shall give any and all invocations required at all Association Functions.

Section 3.4 Committees

Additional committees may be established by the Association or the Board of Directors.

Article 4. Voting and Election of Officers

Section 4.1 Ballots

Election of officers shall be by secret ballot. Provisions may be made for ballots to be cast by mail. The ballots shall be counted a committee of one or more members appointed by the Board of Directors.

Section 4.2 Nominations

Any member of the Association in good standing shall be eligible for any office.

Section 4.3 Term limits

The President shall be eligible for re-election to a second term, but shall not hold that office for more than two consecutive terms. No member may hold two positions on the Board of Directors at the same time.

Section 4.4 Frequency of elections

The election of officers shall be conducted annually.

Section 4.5 Vacancies

Upon resignation or termination of an elected officer during their term of office, the office shall be filled by appointment of the Board of Directors until the next Regular or Called meeting of the Association.

Article 5. Association meetings

Section 5.1 Regular meetings

Regular Association meetings shall be held a minimum of once annually. At each Regular meeting, the Association shall establish criteria for scheduling the next Regular meeting.

Section 5.2 Called meetings

The President or the Board of Directors may call a special Called meeting of the Association, provided the membership is given at least 10 days notice. Called meetings may be general in nature or limited to a special business.

Section 5.3 Quorum

At any Regular or Called meeting of the Association 8 members shall constitute a quorum and all business transacted in a meeting so constituted shall be valid as if all of the membership of the Association was present and voting.

At any Board of Directors Meeting 60% of the Board membership shall constitute a quorum and all business transacted in a meeting so constituted shall be valid as if all the Board of Directors was present and voting.

Section 5.4 Order of business

The following Order of Business shall be observed at all Regular meetings of the Association.

1. Call to Order
2. Roll Call
3. Minutes Read of Previous Meeting
4. Officer's Reports
5. Committee Reports
6. Old Business
7. New Business
8. Adjournment

Called meetings shall follow the same Order of Business, unless the meeting has been called for special business.

Article 6. Membership and Dues

Section 6.1 Membership requirements

Membership in the Association shall be open to all alumni, non-graduate, honorary, and faculty members of the Alpha Rho Chi Fraternity affiliated with its Metagenes Chapter.

Sections 6.2 Categories of membership

The classes of membership — alumni, non-graduate, honorary, and faculty members — shall be the same as defined in the *National Constitution Of The Alpha Rho Chi Fraternity*.

Section 6.3 Membership standing

Members who have paid all dues and fees owed the Association shall be considered in good standing, unless censured by the Association. Membership in the Alpha Rho Chi Fraternity is for life.

Section 6.4 Dues

Annual Association dues and fees shall be set by a vote of the Association at the first Regular meeting of the year. Failure to hold a vote shall maintain the existing dues and fees schedule until such a vote is held at a Regular or Called meeting of the Association. Individual membership dues owed to the National Fraternity shall be the individual responsibility of the member.

This Edition of the Alumni Association Bylaws were approved by the Metagenes Alumni Association on _____, 2001 in a special Constitutional Meeting.

Chairman

Secretary