

**Bylaws
of
Alpha Lambda Alumni Corporation of Theta Chi Fraternity**

For better accomplishing the objectives and purposes set forth in its charter, the Alpha Lambda Alumni Corporation of Theta Chi Fraternity does establish the following bylaws, rules and regulations for its government.

ARTICLE I

Seal

1. The corporate seal shall have inscribed thereon the name of the corporation, together with the Coat of Arms of Theta Chi Fraternity inscribed in the center thereof.

ARTICLE II

Directors

1. (a) The board of directors of the Corporation shall consist of five members, one of whom shall be the President of the Corporation and all of whom shall be members in good standing of Theta Chi Fraternity and who have graduated from or discontinued their studies at an institution of higher learning, who shall be elected as follows: At the initial meeting in 2022, three shall be elected for a term of three years, and as soon as practically possible two shall be elected for a term of two years. Thereafter at each annual meeting, members shall be elected for a term of three years. The undergraduate president or alumni chairman of the Alpha Lambda Chapter may be a non-voting ex-officio member of the board of directors for a one-year term. Additional non-voting directors may be added or removed from time-to-time as needed and at the direction of a majority of voting directors.
 - (b) The President shall appoint a Nominating Committee of five members who shall nominate up to six members to be candidates for any available director vacancies due to term expiration. The results of this nomination shall be submitted to the membership at the time of the annual meeting. All nominated members will be on a prepared ballot for election with notice of the annual meeting. The winning candidate(s) will be those receiving the most votes from members in attendance at the annual meeting and by proxy.
 - (c) The board of directors will meet at least two times per year. One meeting will be held the same day as the annual meeting of the membership and a second meeting within six months.
 - (d) A vote of two-thirds of the Board of Directors may remove any elected director from his position. This position may be filled temporarily via appointment by majority vote of the Board. All such self-administered removal and appointments of Board members must be officially ratified by a vote of the general membership of the Corporation, via proxy or in-person voting, as discretion of the Secretary may warrant.

ARTICLE III

Officers

1. The officers of the Corporation shall consist of the President, Vice President, Secretary, and Treasurer, who may or may not also be duly elected members of the board of directors. The officers of the Corporation shall be elected by the said board immediately after the election of the board of directors as herein set forth.

ARTICLE IV

Membership

1. All persons who have matriculated at The Ohio State University and who have been initiated into the Alpha Lambda Chapter of Theta Chi Fraternity or who have become affiliated with Alpha Lambda Chapter of Theta Chi Fraternity by transferring from another chapter of Theta Chi Fraternity, and who are members in good standing in Theta Chi Fraternity, may become members of this Corporation upon graduation or upon discontinuing their educational studies at a college or university after signing a membership roll, and agreeing to be bound by the Bylaws of the Corporation.

2. Honorary members voted in by the Alpha Lambda Chapter of Theta Chi Fraternity after signing a membership roll, and agreeing to be bound by the Bylaws of the Corporation.

3. Initiates of any Theta Chi collegiate chapter voted into the Corporation by the Board of Directors or initiates of any Theta Chi collegiate chapter involved in the initial organization of the Corporation.

4. Any member of the fraternity may be suspended or expelled by the Board of Directors for conduct unbecoming a member, as set forth in the National Chapter Bylaws and Procedures of Theta Chi Fraternity.

ARTICLE V

Meeting Place

1. All meetings of the Corporation shall be held in or around the city of Columbus, in the State of Ohio, provided however, that the President may, if he deems it advisable, call a Corporation meeting at some other location or via telephonic or video methods.

ARTICLE VI

Notice of Meetings

1. The annual meeting of the membership of the Corporation shall be held in September or October of each year in Columbus, Ohio and notice to the membership of such meeting shall be posted at the regular meeting place of the collegiate chapter one month prior to said meeting.
2. Notice of all special meetings of the membership of the Corporation shall be mailed to the last known address or e-mail address of every member at least ten days before said meeting. Ten members of the Corporation shall constitute a quorum.
3. Special meetings of the membership of the Corporation may be called upon order of the President or shall be called upon the written request of three members of the board of directors or twenty-five (25) percent of the total number of members of the Corporation.

ARTICLE VII

Duties of the Officers

1. The President shall preside at all meetings of the Corporation and of the board of directors and shall enforce strict observance of the Corporation's articles of incorporation and bylaws, The Constitution and Bylaws of Theta Chi Fraternity, Inc., and the Ritual of Theta Chi Fraternity. He shall see that the various officers perform their respective duties and appoint all committees not otherwise provided for in these bylaws. He shall sign all vouchers; he shall decide all questions of order; and upon the last meeting of his term, he shall appoint a committee of three members to audit the accounts of the Treasurer.
2. The Vice President shall assist the President in the performance of his duties and in his absence or in the case of death or resignation, he shall perform all duties of the President until a successor is elected. The Vice President shall serve as the liaison between the Corporation and the collegiate chapter and shall be responsible for promoting a harmonious relationship.
3. The Secretary shall keep correct minutes of the proceedings of the Corporation and of the board of directors in a book for that purpose, issue all notices of the meetings and attend to such correspondence of the Corporation as may be necessary. He shall call the roll of the officers at all meetings of the Corporation and the board of directors and note those absent; he shall have all the books and papers pertaining to his office under his personal care, and if necessary, to attend any meeting of the Corporation or board of directors, and in the event of his absence he shall cause all necessary books and papers to be conveyed to said meeting.
4. The Treasurer shall sign all vouchers; he shall make a correct report of the finances of the Corporation annually and more often when called upon by the board of directors, and shall deliver all monies and property of the Corporation in his possession to his successor in office.
5. The board of directors shall be the custodian of the property of the Corporation; they shall purchase all supplies; enter into all contracts; and generally transact all business of the Corporation wherever advisable.

6. The board of directors shall meet as soon as convenient after their election and at such meeting they shall elect a President, Vice President, Secretary, and Treasurer, who shall serve for the period of one year. They shall fix the times for their stated meetings during the year; they shall convene in special session whenever called together by the President or upon written request of three members of the board.

7. Three members shall constitute a quorum at all meetings of the board of directors.

ARTICLE VIII

Vacancies

1. Whenever a vacancy shall occur in any office other than herein provided, such vacancy shall be filled by the board of directors by a majority vote for the unexpired term of the said officer.

ARTICLE IX

Amendment of Bylaws

1. The bylaws of the Corporation may be altered, amended or rescinded by the board of directors, or by two-thirds vote of the members present in person or by proxy at any regular annual or special meeting of the members of the Corporation.

2. Upon approval, new amendments shall replace the old Bylaws in the respective section.