



## THE BYLAWS OF ALPHA SIGMA PHI FRATERNITY, INC.

### PREAMBLE

For the better accomplishment of the Vision and objectives of Alpha Sigma Phi, a Fraternity established by Louis Manigault, Stephen Ormsby Rhea and Horace Spangler Weiser, of honored memory, at Yale College on December 6, 1845 and organized as a corporation under the laws of the State of New York, the following Bylaws are adopted:

### ARTICLE I. OUR IDENTITY

- Section 1. Name: The name of this Fraternity is Alpha Sigma Phi Fraternity, Inc.
- Section 2. Vision: To Better the World through Better Men
- Section 3. Purpose: To Better the Man through the creation and perpetuation of brotherhood founded upon the values of character: Silence, Charity, Purity, Honor and Patriotism.
- A. Silence: He has the strength to embrace silence and the will to build an interior life founded upon an honest desire to truly listen to others. Trust in silence transcends the gulf that is created when men feel the need to compete in action or rhetoric. He is introspective and self-reliant.
  - B. Charity: He is charitable in the broadest sense of the word. A man who strives for a life of charity and service is more patient, kinder and more forgiving of the flaws of others. A charitable man sacrifices of himself to help others and seeks no recognition in return. He is humble, reverent and generous.
  - C. Purity: He consistently strives for purity of mind, body and soul. The man who is pure of thought, word and deed does not shrink from adversity or lofty goals. There is no self-pity, rationalizations or apologies. He is moral and a gentleman in the finest sense of the word.
  - D. Honor: He lives a life of personal integrity, thereby accruing honor. An honorable man lives up to promises made— to others *and* to himself. A man of honor is not vain and is willing to endure scorn or ostracism rather than conform to the

pressures of peers, superiors or the fashion of the day. He is ethical, honest and trustworthy.

- E. Patriotism: He loves his country, remaining consistently engaged in its affairs. He seeks to know his country and to pass that knowledge on to others. He is devoted to the principles of personal freedom, justice and civic responsibility. He is loyal, proud and humble. Not only is he proud of his country, but he is also proud of his local community and his university. Patriotism is having pride in who you are and where you come from.

## ARTICLE II. MEMBERSHIP

Section 1. Membership: Membership shall be acquired only by male persons,

- A. Who are not members of (1) any viable, general Greek-letter fraternity of college grade and national or international in scope, or (2) any other group antagonistic to fraternities;
- B. Who shall have been duly elected by a vote of a chapter in good standing or approved by the Chief Executive Officer or the Grand Council;
- C. Who have been duly initiated in accordance with the Rituals of the Fraternity or acquired by merger of another fraternity;
- D. Who fully understand the Vision and Purpose of Alpha Sigma Phi as described in Article I, Sections 2 and 3, and
- E. Who have achieved at minimum the criteria for membership established by the chapter and Fraternity.

Section 2. Classes of Membership: There shall be two classes of members: Student and Alumnus.

- A. Student members are all members regularly enrolled in attendance at an institution of learning at which they were initiated, or at which the member and chapter have agreed to affiliate the member and at which the chapter of Alpha Sigma Phi is in good standing.
- B. Alumnus members are all members who do not qualify as a student member. Any man of majority age who is not presently affiliated with another general Greek-letter fraternity may be initiated as an alumnus and affiliated with a chapter or be recognized as a Member-at-Large. Students enrolled in attendance at an institution of learning with a chapter of Alpha Sigma Phi, four or more years after they were initiated or with unique circumstances as determined by the Chief Executive Officer, may be considered an alumnus member, with approval of the chapter Prudential Board.
- C. There shall be no local, social, honorary or associate memberships, nor any membership status other than as listed in Sections 2.A and 2.B above.

- Section 3. **Affiliation:** A member initiated by one chapter who transfers to an institution of learning at which there is another active chapter of Alpha Sigma Phi in good standing may affiliate with the chapter at his new institution, provided he meets all membership standards for the chapter and Fraternity.
- Section 4. **Members in Good Standing:** A member is considered in Good Standing if he continues to meet his financial obligations to the fraternity and his chapter; maintains an appropriate grade point average and is an active participant in his chapter's activities and in activities on campus. A member's standing is determined by the Prudential Board of his chapter.

### **ARTICLE III. CHAPTERS**

- Section 1. **Definitions:** A chapter is a group that met the criteria as set by the Chief Executive Officer; that has been issued a charter by the Grand Council; and that has been properly installed. A provisional chapter is a group seeking to be issued a charter and shall be bestowed provisional chapter status at the discretion of the Chief Executive Officer or Grand Council. Elsewhere herein, unless written otherwise, chapter shall include provisional chapter.
- Section 2. **Chapter Location:** Chapters shall be established at colleges and universities (elsewhere herein referred to collectively as institution(s) of learning) recognized by an accrediting organization or approved by the Grand Council.
- Section 3. **Chapter Names:** Each Chapter shall have as its official name a letter or combination of letters of the Greek alphabet assigned by the Chief Executive Officer or the Grand Council. Each chapter may, with assent of the institution of learning, adopt as its popular and unofficial name the name of the institution of learning at which it is located. Chapters established under Section 4 of this article shall be considered established on the date of their chartering by the merged or acquired Fraternity.
- Section 4. **Chapters established by Merger:** The granting of charters to one or more chapters of any other Greek letter fraternity, either by reason of dissolution of said organization or by merger shall be on such terms as the Grand Council shall determine.
- Section 5. **Chapter Rights:** All chapters in good standing of the Fraternity shall have equal rights. Provisional chapters shall have the same rights as chapters, except voting rights during Grand Chapters and Mail Votes.
- Section 6. **Notification for Initiation:** No chapter shall initiate any person until Fraternity Headquarters has been notified of the pending initiation.
- Section 7. **Prohibited Discrimination:** No chapter shall permit discrimination in membership selection, initiation, chapter operations or other activities of the Fraternity based on any individual's international origin, age, race, color, creed, religion, disability, family status or sexual orientation.
- Section 8. **Chapter Bylaws:** Each chapter is encouraged to adopt Bylaws which shall contain a provision recognizing that the vision and purpose of the chapter are reflective of the Vision of the Fraternity.

- Section 9. Chapter Operations: Each chapter shall, at minimum, have the officers as required by the Fraternity and shall properly report such officers by the established deadline. Any individual who holds or seeks to hold an office at said chapter must be in good financial, academic and disciplinary standing with the Fraternity and must be able to fulfill the full length of the term of office.
- Section 10. Provision of Ritualistic Equipment and Insignia:
- A. Each chapter of the Fraternity shall supply each member, at the time of his initiation, with an official badge of the Fraternity and such other paraphernalia as the Chief Executive Officer may determine, and such badge and paraphernalia shall be held and maintained by the member for so long as he remains a member.
  - B. Before or at the time of installation of the chapter, the Fraternity shall provide the chapter with the Charter of the Chapter, copies of the ritualistic ceremonies and such other ritual equipment and paraphernalia as the Chief Executive Officer may determine and such shall be held and maintained by the chapter so long as the chapter is chartered and recognized by the Fraternity.
- Section 11. Reading Fraternity Communications: It is expected that the chapter president will read in an open meeting or disseminate to all chapter members in a timely manner all communications from the Grand Council or other Fraternity officials.
- Section 12. Disposition of Property: Should a chapter or its affiliate group become inactive, unrecognized or have its Charter suspended or revoked, the Charter, records, archives, ritual equipment and paraphernalia shall become the property of the Fraternity.

#### **ARTICLE IV. AFFILIATE GROUPS**

- Section 1. Chapter Council: A Chapter Council's primary role is to advise and mentor the student officers by providing an experienced perspective.
- A. Each Chapter Council shall have as its official name, the Greek name of its respective chapter (e.g. Alpha Chapter Council).
  - B. The Chapter Council is composed of a minimum of the Grand Chapter Advisor, who is the primary advisor for the chapter and serves as the Chair of the Chapter Council. Other positions shall correspond with the student officer positions.
  - C. The Chief Executive Officer shall appoint or remove the Grand Chapter Advisor. There are no term limits for the Grand Chapter Advisor.
    - A. The Chief Executive Officer may remove the Grand Chapter Advisor at his discretion. The Grand Chapter Advisor has the right to appeal this decision, subject to the appeal procedures in these Bylaws.
  - D. The Grand Chapter Advisor or Chief Executive Officer may appoint or remove Chapter Council members. The Chapter Council may also appoint or remove members, other than the Grand Chapter Advisor, to the Chapter Council by majority vote.

- E. No member of a Chapter Council shall serve concurrently as a Grand Councilor, Alumni Association Officer or House Corporation Officer, without approval of the Chief Executive Officer.

Section 2. Alumni Association: The purpose of the Alumni Association is two-fold in nature: To provide support for the benefit of its respective chapter and chapter council through coordination of regular events and/or fundraisers that support interaction among members of the chapter and to keep chapter alumni informed related to the activities of the chapter.

- A. Each chapter shall have an Alumni Association and its official name shall be the Greek name of its respective chapter (e.g. Alpha Alumni Association).
- B. The Alumni Association of a chapter shall be composed of, but not limited to, the following officers: President, Vice President, Treasurer and Secretary.
- C. Each Alumni Association shall adopt bylaws and other organic documents and rules for its own governance, not inconsistent with the Bylaws of the Fraternity. A copy of the bylaws shall be kept on file with the Fraternity Headquarters.
- D. An Alumni Association is not considered recognized and in good standing unless it continues to meet its financial obligations to the Fraternity; it has completed all necessary paperwork and requirements annually; and educates members of the Association on the anti-discrimination, anti-hazing, and health and safety guidelines of the Fraternity.

Section 3. House Corporation: House corporations are deemed distinct and separate entities from the collegiate chapters they represent and Alpha Sigma Phi Fraternity, Inc. The house corporations are self-governed by their local board of directors and the laws of incorporation of the state wherein they are incorporated or located. The purpose of the house corporation is to be the owner of real property (e.g. the chapter house) and to be its property manager.

- A. Each house corporation shall adopt bylaws and other organic documents and rules for its own governance, not inconsistent with the Bylaws of the Fraternity. A copy of the bylaws shall be kept on file with the Fraternity Headquarters.
- B. The relationship between the House Corporation and the chapter members shall be that of landlord and tenant. Each house corporation shall have at a minimum, a written, properly executed renter's agreement between the Housing Corporation and each tenant.
- C. The House Corporation shall carry sufficient liability and property insurance to protect the assets of the Corporation.
- D. A house corporation is considered a recognized house corporation in good standing if it continues to meet its financial obligations to the Fraternity; it has completed all necessary paperwork and requirements annually; and educates tenants on the anti-discrimination, anti-hazing, and health and safety guidelines of the Fraternity.

## ARTICLE V. GRAND COUNCIL

- Section 1. Grand Council Composition: The governing body of the Fraternity shall be the Grand Council (a.k.a. Board of Directors). It shall consist of nine alumni members and four ex-officio non-voting undergraduate representatives.
- A. Alumni members shall be elected by the voting entities to serve a four-year term. No member may serve more than ten consecutive years on the Grand Council, however, four years after a member leaves the Grand Council, he is eligible to serve again on the Grand Council for an additional two terms.
  - B. Undergraduate Representatives – No later than September 1, the CEO shall submit a slate of four Undergraduate Representatives to the Grand Council for a one-year term. The slate requires majority approval by the Grand Council. Upon acceptance of appointment, the Undergraduate Representatives shall assume this ex-officio position.
- Section 2: Grand Council Officers: The Officers of the Grand Council of the Fraternity shall be the Grand Senior President, Grand Junior President, Grand Secretary, Grand Treasurer and Grand Marshal. Said officers shall be elected by the voting entities as soon as feasible after the election of members of the Grand Council and shall serve until their successors are duly elected and installed. Only those alumni members of the Grand Council are eligible for election to an officer role.
- A. Grand Senior President – The Grand Senior President shall preside at all meetings of the Grand Council and Fraternity, at such times as the Grand Council may direct, and during periods of vacancy of the Chief Executive Officer, the Grand Senior President shall be the principle executive officer of the Fraternity and shall supervise and direct all the business and affairs of the Fraternity. He shall perform all duties incident to the office of president, and such other duties as may be prescribed by the Grand Council.
  - B. Grand Junior President – In the absence of the Grand Senior President, or in the event of his inability, incapacity or refusal to act, the Grand Junior President shall perform the duties of the Grand Senior President and when so acting shall have all the powers and be subject to all the same restrictions upon action, of the Grand Senior President. The Grand Junior President shall perform such other duties as may be assigned to him by the Grand Senior President or the Grand Council.
  - C. Grand Marshal - The Grand Marshal shall provide guidance and resolve issues surrounding the Alpha Sigma Phi Ritual and such other duties as may be required by the Fraternity or assigned to him by the Grand Senior President or the Grand Council.
  - D. Grand Treasurer - The Grand Treasurer shall perform such duties as may be assigned him by the Grand Senior President or Grand Council. At such times as the Grand Council may direct, and during periods of vacancy of the office of Chief Executive Officer, the Grand Treasurer shall have charge and custody, and be

responsible for, all funds and securities of the Fraternity, except as otherwise provided, and deposit all moneys in the name of the Fraternity in such banks, trust companies, or other depositories, as shall be selected by the Grand Council, and shall in general perform all the duties incident to the office of treasurer. The Grand Treasurer shall chair an audit committee that will be responsible for reviewing reports submitted by the Chief Executive Officer, as well as the annual audit conducted by an outside firm.

- E. Grand Secretary - The Grand Secretary shall certify to the Grand Council all minutes of the regular and special meetings of the Grand Council and of proceedings by mail or electronic media. He shall perform such other duties as may be assigned to him by the Grand Senior President, by the Grand Council or as provided elsewhere in the Bylaws.

Section 3: Grand Council Elections: Grand Council elections shall be held biennially during years in which Grand Chapters are scheduled (election year).

- A. Nominations Committee – The Nominations Committee shall review nominations for election to the Grand Council, the needs of the Grand Council and recommend to the voting entities candidates for election to the Grand Council.
  - a. The Nominations Committee shall be chaired by the most immediate Past Grand Senior President available and a past Grand Council member who is appointed by the Grand Council.
  - b. The Chairs shall appoint a committee consisting of nine additional members, six of whom must be undergraduate members in good standing and three of whom must be alumni members in good standing. All 11 members of the Committee are voting members.
- B. Election of Grand Council – The Nominations Committee shall deliberate and propose a single slate to the voting entities, from among all candidates who applied by the posted deadline.
  - a. The application process shall be launched no later than February 1 of an election year.
  - b. The deadline to receive applications must be at least 30 days from the time the application process was launched.
  - c. The Nominations Committee shall develop an evaluation rubric, after consultation with the Grand Council and stakeholders.
  - d. The Nominations Committee may conduct virtual and/or in-person interviews. At least 75 days-notice must be given to any candidate prior to an in-person interview.
  - e. If the slate is not accepted by a majority vote of the voting entities, only brothers who applied by the posted deadline may be reconsidered for a position on the Grand Council. The voting entities will vote among all nominees, including those included on the slate, with the top vote-getters being elected to the Grand Council.
  - f. No more than five alumni positions may be considered for a full four-year term on the Grand Council at one time. If there are more than five alumni positions up for election, the Nominations Committee will select the individual or individuals whose term will be limited to two years to restore the cycle of those leaving and coming onto the Board and to ensure continuity of the Fraternity’s governance.

- C. Election of Grand Officers – Following the election of the Grand Council, members of the incoming Grand Council shall meet to determine proposed Officers of the Fraternity for the upcoming biennium. By a 2/3 majority vote, the incoming Grand Council shall determine the rules governing the process to propose an officer slate, prior to any officer vote occurring. The Nominations Committee co-chairs shall implement and monitor proper application of these rules and tabulate the votes for the officer slate. A single slate of officers shall be proposed to the voting entities. If the slate is not accepted by a majority vote, only alumni brothers of the incoming Grand Council may be nominated for a Grand Officer position. The nomination and election of Grand Council officers shall commence in this order: Grand Senior President, then Grand Junior President, then Grand Marshal, then Grand Treasurer and then Grand Secretary.
- D. Installation of Grand Council – The incoming Grand Council shall be installed within thirty (30) days of the completion of the Election of Grand Officers. Until the Grand Council Installation Ceremony occurs, the current Grand Council is the governing board of the Fraternity.

- Section 4. Removal from Grand Council: A member of the Grand Council may be removed from the Grand Council by a 3/4 vote of the remaining Grand Council members. Any member of the Grand Council is subject to recall by a majority vote by any Grand Chapter on notice served by the Grand Senior President or notice concurred by thirty percent of the voting entities, provided the member to be recalled is afforded reasonable opportunity to be heard.
- Section 5. Emergency Succession: Should an emergency arise and the Grand Senior President and the Grand Junior President both become incapacitated, and an election impractical, the line of succession should follow accordingly for Grand Senior President and Grand Junior President: Grand Marshal; Grand Treasurer; Grand Secretary until an election can be held
- Section 6. Administrative Authority: The Chief Executive Officer and Grand Council shall be responsible for the administration of the Fraternity and may make and enforce rules for the conducting of business.
- Section 7. Executive and Legislative Authority: The Chief Executive Officer and Grand Council shall enforce the Bylaws of the Fraternity and shall have power to make any rules and regulations not inconsistent therewith. The Grand Council shall further be empowered to legislate between Grand Chapters and in the event of the Emergency Declaration being enacted, to dispense with the Grand Chapter by a 3/4 vote of the Grand Council. The Chief Executive Officer and Grand Council shall be empowered to suspend, withdraw, or restore charters of chapters, suspend or expel a member or members in accordance with procedures elsewhere provided herein or in the Bylaws. The Grand Council shall further be empowered to grant charters.
- Section 8. Emergency Declaration: The Grand Council can declare an Emergency, by a 3/4 vote of the Grand Council. An emergency can be declared in a crisis that could include, but is not limited to: National Weather Disasters, Pandemic Events, Acts of War or Terrorism or an Economic Depression. An Emergency Declaration cannot last longer than 120 days without approval of a majority of the voting entities. When under an

Emergency Declaration, the Grand Council is authorized to enact any policy deemed necessary to ensure the advancement and/or survival of Alpha Sigma Phi Fraternity.

- Section 9. Committees: The Grand Council may appoint, continue, suspend, or dissolve any ad-hoc committee it deems necessary or advisable for the fulfillment of the Vision and objectives of the Fraternity.
- Section 10. Transaction of Business: Unless otherwise provided by law, all rights, powers and authority conferred upon the Grand Council under these Bylaws shall be construed not only to be rights, powers and authority to act in meetings, but such rights, powers and authority may be exercised between meetings of the Grand Council by mail, electronic means, or facsimile vote to the members of the Grand Council at the direction of the Grand Senior President. An affirmative vote of a majority of the members of the Grand Council shall be required for the adoption of all matters thus submitted, except where a higher threshold has been established by these Bylaws. Votes shall be tabulated as provided in Section 14 of this article.
- Section 11. Vacancies on Council between Elections: The Grand Senior President shall have the power to nominate for appointment, and the Grand Council by majority vote, to approve the appointment of a member to fill any vacancy in the Grand Council arising between elections. The Grand Council shall then make, by majority vote, such changes in officers of the Grand Council as it deems advisable. Appointees shall serve until the next election.
- Section 12. Meetings: A newly elected Grand Council shall meet immediately after the Grand Council Installation Ceremony at which its members were elected, provided that if a majority of the members are not then present, or it is determined by the Grand Senior President that it is not practical, the first meeting shall be held within thirty (30) days of an election and upon call of the Grand Senior President. The Grand Senior President, or a majority of the Grand Council, shall call meetings of the Grand Council, as may be necessary for the proper conduct of its business, provided at least seven (7) days written notice is provided to all Council members. The Grand Council must meet at least twice a calendar year.
- Section 13. Quorum: A majority of the members of the Grand Council shall constitute a quorum to do business at any meeting.
- Section 14. Mail Votes: Votes of members of the Grand Council on propositions submitted by mail or electronic means in accordance with Section 10 of this article shall be recorded on ballots distributed by the Chief Executive Officer or the Grand Senior President, the results distributed to the members of the Grand Council and the text of such propositions and votes thereon shall be recorded in special minutes of proceedings by mail. Such minutes shall be presented at the next succeeding meeting of the Grand Council for approval only.
- Section 15. Executive Sessions: Executive Sessions of the Grand Council may be held at which only members of the Grand Council shall be entitled to be present. The Grand Council may invite one or more people not members of the Grand Council to attend an executive session without precluding exclusion of others. Such executive sessions may be called either by the Grand Senior President, or upon a majority vote of the Grand Council. Minutes of executive sessions shall be kept and recorded by the

Grand Secretary or by the Grand Council member designated by the Grand Senior President.

- Section 16. Summaries of Minutes of Proceedings: Summaries of the minutes of all Grand Council and Grand Chapter meetings shall be made available to the membership. Minutes of executive sessions of the Grand Council shall be made and sent to the members of the Grand Council and such others as the Grand Council may designate.

## **ARTICLE VI. EXECUTIVE OFFICERS AND STAFF**

- Section 1. Chief Executive Officer: The Grand Senior President shall appoint, subject to confirmation by a vote of 2/3 of the Grand Council, a Chief Executive Officer. The Grand Council shall determine the salary of the Chief Executive Officer. The Grand Council shall direct the duties of the Chief Executive Officer and ensure that the Chief Executive Officer carries out the directives and policies of the Grand Council.
- Section 2. Administrative Officers: The Chief Executive Officer may nominate administrative officers of the Fraternity, including a Grand Historian and General Counsel, subject to confirmation by the Grand Council. Administrative officers shall serve until the ensuing Grand Chapter.
- A. Grand Historian - The Grand Historian shall advise and counsel the Chief Executive Officer and Grand Council concerning matters of historical value to the Fraternity. The Grand Historian shall also prepare and submit such reports, articles or other papers concerning the history of the Fraternity, its chapters, officers, alumni as the Chief Executive Officer or Grand Council may authorize and direct.
- B. General Counsel - The General Counsel shall advise and counsel the Chief Executive Officer and Grand Council concerning legal matters of value to the Fraternity. The General Counsel shall prepare and submit reports, articles, or other papers concerning the Fraternity's legal matters as the Chief Executive Officer or Grand Council may authorize and direct.
- Section 3. Professional Staff: The Chief Executive Officer or, in the event of vacancy, leave or incapacity of the Chief Executive Officer, the Grand Senior President may employ such other professional and administrative staff as is necessary, shall define their duties, supervise their performance and determine their salaries.
- Section 4. Executive and Professional Staff are precluded from concurrent service on the Grand Council. Neither the Chief Executive Officer nor any full time or part-time employee on staff at the Fraternity Headquarters shall be, or continue in employment if elected to be a member of the Grand Council, a Board member of the Alpha Sigma Phi Foundation or a Board member of CLVEN National House Corporation.
- Section 5. Operation of Fraternity Headquarters: The Chief Executive Officer under the direction of the Grand Council shall have general charge of the Fraternity Headquarters, keep the books and records of the Fraternity and attend to the correspondence with chapters, affiliate groups, volunteers, committees, officers and others and make such reports of his activities as the Grand Council may require.

Section 6. Financial Transactions by Executive: All financial transactions of the Chief Executive Officer on behalf of the Fraternity shall be in the name of the Fraternity.

## ARTICLE VII. GRAND CHAPTERS

Section 1. Grand Chapter: The supreme legislative authority of the Fraternity conducts business during the Grand Chapter. The voting entities are chapter and alumni association delegates, in good standing, members of the Grand Council, and Past Grand Senior Presidents.

Section 2. Chapter Delegates: Each chapter shall choose from among its qualified student members one delegate and one secondary delegate to attend Grand Chapter.

Section 3. Alumni Association Delegates: Each Alumni Association shall be entitled to appoint and send one delegate and secondary delegate to represent it at the Grand Chapter at its or its members' own expense. A member in good standing of an Alumni Association may be seated as the delegate or secondary delegate for the Alumni Association if the appointed delegate or secondary delegate fails to attend the Grand Chapter.

Section 4. Voting:

A. At a Grand Chapter, each voting entity shall have one vote, subject to the limitations in Sections 4.B and 5. At no time may any member be permitted to exercise more than one vote at a Grand Chapter.

B. In matters concerning student fees and dues, only the chapter Delegate and each Grand Council member shall have a vote.

Section 5. Fractionalization to Ensure Student Majority: If at any session of the Grand Chapter, the number of votes of the alumni Grand Council members, Past Grand Senior Presidents and Alumni Associations present and entitled to vote exceeds the number of votes of the chapters and Undergraduate Grand Councilors present and entitled to vote, the votes of the Grand Council members, Past Grand Senior Presidents and Alumni Associations shall be so fractionated that their total vote shall be weighed as one less than the number of chapters with delegates present and entitled to vote.

Section 6. Frequency, Location, Duration and Expense Allowance of Grand Chapter: Grand Chapters of the Fraternity shall be held biennially. A Grand Chapter may be conducted virtually with a majority vote of the Grand Council. A special Grand Chapter may be called by the Grand Council to be held at any meeting of the Fraternity, so long as notice thereof is given in accordance with requirements of Section 8 of this article. The selection of the date and location of a Grand Chapter and the apportioning of the expenses authorized delegates thereto shall be prescribed by the Chief Executive Officer or Grand Council.

Section 7. Dispensing with Grand Chapter. A Grand Chapter may be dispensed with by a 3/4 vote of the Grand Council when the Emergency Declaration clause has been enacted. If a Grand Chapter is dispensed with, all necessary voting, including Grand Council elections, may be handled as a mail vote as defined in Article VIII.

- Section 8. Notice of Time, Place and Duration of Grand Chapter: Notices announcing the time, place (location or virtually) and duration of a Grand Chapter shall be issued at the direction of the Grand Council not less than ninety (90) days before the date fixed to convene the Grand Chapter. Such notices shall be sent to all voting entities.
- Section 9. Quorum: Quorum will consist of a majority of the voting entities registered and authorized to vote. A lesser number may convene to set a time at which to reconvene or to adjourn the Grand Chapter.
- Section 10. Majority: Except as otherwise provided in the Bylaws or Rules of Order adopted, a majority of the delegates present and authorized to vote shall constitute a prevailing vote upon all questions.
- Section 11. Secretary of the Grand Chapter: The Chief Executive Officer shall act as secretary of the Grand Chapter and shall appoint his own assistants.
- Section 12. Chairman of the Grand Chapter: If the Grand Senior President is in attendance, he shall be the Chairman of the Grand Chapter. If the Grand Senior President is absent, the Grand Junior President shall be the Chairman of the Grand Chapter. If both the Grand Senior President and Grand Junior President are absent, the succession order will be followed in naming a Chairman as outlined in Article V, Section 5.
- Section 14. Privilege of the Floor: Non-delegate members and non-members may be granted the privilege of the floor at the discretion of the Chairman.
- Section 15. Grand Chapter Committees: Student and alumni members may be assigned to a committee of the Grand Chapter. The Grand Chapter committees are as follows: Nominations and Credentials, Resolutions and Law. Additional Grand Chapter committees may be established by the Grand Council.
- A. The Credentials, Resolutions and Law Committee shall review and make recommendation to the Grand Chapter on resolving any dispute as to credentials of delegates, may review proposed legislation to ensure that proposed policy does not conflict with the Bylaws or policy statements of the Fraternity, and to assist other committees or members compose and present resolutions on the floor of the Grand Chapter. Items defeated in Committee may be brought to the floor of Grand Chapter by a 2/3 vote of all voting entities. This committee may be separated at the discretion of the Chief Executive Officer or Grand Senior President.
- a. The Committee will determine the standing of each chapter and alumni association from the recommendation of the Chief Executive Officer. The voting status of each delegate must be determined and communicated no later than 30 days prior to the Grand Chapter. Delegates may appeal their standing, in writing, to the Grand Council, prior to the start of any business meeting or mail vote.
- Section 16. Parliamentary Authority and Enforcement: The Chairman shall enforce Grand Chapter rules, using Roberts Rules of Order as the parliamentary authority, and may appoint a parliamentarian to advise and assist him, if desired. Voting entities otherwise entitled

to vote may be deprived thereof upon failure to observe Grand Chapter rules and to be present when the Grand Chapter is in session.

### **ARTICLE VIII. MAIL VOTES**

- Section 1. Mail votes are conducted when an in-person vote is not practical. Mail votes may be conducted electronically.
- Section 2. Authority: Only the Grand Council can authorize a mail vote. The Grand Council, by a majority vote, can authorize a mail vote for any item.
- Section 3. Voting Period: A minimum of seven (7) days must be given for all voting entities to vote.
- Section 4. Eligible Voting Entities: All voting entities, in good standing, as determined by the Credentials, Resolution and Law Committee or the Chief Executive Officer are eligible to vote. Voting entities may submit a written appeal of their voting status to the Grand Council prior to the conclusion of the voting period.
- Section 5. Mail votes shall be submitted to the Chief Executive Officer or Grand Senior President. The results shall be reported to the voting entities within seven (7) days of the voting period concluding.
- Section 6. There is no quorum requirement for mail votes.

### **ARTICLE IX. PUBLIC AND PRIVATE MATTERS**

- Section 1. Exoteric vs. Esoteric Material: The, Bylaws, Codes, Position Statements, Rules, Regulations, Legislation and orders of a general nature of the Fraternity shall be exoteric. The rituals, formal ceremonies of initiation and matters of a private nature concerning the Fraternity and its chapters shall be strictly esoteric. Notwithstanding the foregoing, the Rituals for Life allowing public presentation are exoteric.
- Section 2. Protection of Esoteric Materials: Members and chapters should be charged to protect content that appears only in the esoteric sections of the Fraternity's Ritual Book. Chapters and members should not allow the verbal or written use of the esoteric content beyond the scope of use expressly permitted by the Ritual book itself, the Grand Council or Grand Chapter of Alpha Sigma Phi.
- Section 3. Rituals: The rituals of the Fraternity shall be enacted by the Grand Council which shall have full charge thereof. Changes to the Initiation Ceremony must be approved by the voting entities. In the case of an emergency, temporary changes may be made by a mail vote but must be ratified at the next Grand Chapter.

### **ARTICLE X. CHAPTER AND MEMBER CONDUCT**

- Section 1. Authority to Impose Discipline: Authority to impose discipline on any member, chapter or affiliate group is reposed in the Chief Executive Officer and Grand Council.

Chapters in good standing also have the power to discipline their members, consistent with Fraternity guidelines.

Section 2. Status of Chapters: All chapters will operate under one of the following non-progressive distinctions:

- A. Good Standing is defined as but not limited to: a chapter that continues to meet its financial obligations by carrying no inordinate debt as determined by the Chief Executive Officer; has a good health and safety record; is under no disciplinary action from the Fraternity at the discretion of the Chief Executive Officer; meets basic grade requirements; meets recruitment expectations; meets operational expectations; promotes the anti-discrimination, anti-hazing, and health and safety policies of the fraternity in its activities; is active in the community; and its members are in every good sense gentlemen.
- B. Administrative Warning is defined as but not limited to a chapter that has violated fraternity policy, violated college, university, or interfraternity council policy and/or has fallen below basic grade, recruitment, financial or operational expectations. If the chapter does not implement immediate corrective action, the chapter's status can be downgraded.
- C. Administrative Probation is defined as but not limited to, a chapter that has continued to violate fraternity policy, college, university, or interfraternity council policy, violated local, state or national laws and/or continues to fall below basic grade, recruitment, financial or operational expectations. If the chapter does not implement immediate corrective action, the chapter's status can be downgraded.
- D. Administrative Suspension is defined as but not limited to, a chapter that has seriously violated fraternity policy, college/university or interfraternity council policy, violated local, state or national laws and/or has significantly fallen below basic grade, recruitment, financial or operational expectations. If the chapter does not implement immediate corrective action, the chapter's status can be downgraded.
  - a. Chapter Limitations: During any period of suspension imposed by the Fraternity, the suspended chapter shall have no authority to act as an organization using the name or marks of Alpha Sigma Phi Fraternity, shall pay all debts and return, upon request, all equipment, insignia, paraphernalia, records and archives of the chapter to the Fraternity Headquarters or a custodian appointed by the Chief Executive Officer or Grand Council to retain for the duration of the suspension.
- E. Re-organization is defined as but not limited to, a chapter that has violated fraternity policy, college/university or interfraternity council policy, has significantly fallen below basic grade, recruitment, financial or operational expectations and/or qualifies to be placed on charter review status. Each one of the chapter's current student members will either participate in a membership review and/or be moved to alumni status at the discretion of the Chief Executive Officer.

- a. The re-organization process has commenced when the Fraternity Headquarters has both conducted a membership review and taken appropriate action based on the outcomes of the review or moved all students to alumni status.
  - b. The Chief Executive Officer shall provide written notification to all alumni with good contact information of their chapter's change in status to re-organized.
- F. Charter Review is defined as but not limited to, a chapter that has been financially negligent, is a detriment to its campus and/or community, violated local, state or national laws, has displayed poor health and safety history, is under disciplinary actions from the Fraternity, and/or has failed to meet basic grade, recruitment and operational expectations. If this status is not upgraded within 180 days, the chapter may be moved to a closed status.
- a. The Charter Review process has commenced when the Fraternity Headquarters has provided written notice to the Chapter President and Grand Chapter Advisor.
  - b. The Chief Executive Officer shall provide written notification to all alumni with good contact information of their chapter being on Charter Review status within two weeks of the process commencing.
  - c. Charter Revoked: If the charter is revoked, the chapter shall cease and desist from all operations in the name of Alpha Sigma Phi and shall have no authority to act as an organization using the name or marks of Alpha Sigma Phi Fraternity. The chapter and its members shall pay all debts and return all equipment, the charter, insignia, paraphernalia, records and archives of the chapter to the Fraternity Headquarters or a custodian appointed by the Chief Executive Officer or Grand Council. The student members shall be afforded none of the rights and privileges of student membership.
- G. Closed is defined as inactive or having no official recognition. The chapter can be re-chartered with ample alumni support and the support of the Fraternity.

- Section 3. Status of Affiliate Groups: All affiliate groups will operate under one of the following non-progressive distinctions:
- A. Recognized is defined as but not limited to, an affiliate group that continues to meet its obligations to the Fraternity as determined by the Chief Executive Officer.
  - B. Unrecognized is defined as but not limited to, an affiliate group that is not compliant with fraternity policy, and/or has not met the basic expectations of an affiliate group. When the group is compliant, the group's status can be upgraded.
- Section 4. Discipline of Members: A member who has been financially negligent; is a detriment to the chapter/provisional chapter and/or its campus and/or community; violated local, state or national laws; has displayed poor health and safety history; is under disciplinary actions from the chapter, fraternity or college/university; and/or has

failed to meet the Fraternity's code of conduct may be disciplined by the Chief Executive Officer or the Grand Council in one or more of the following ways:

- A. **Warning/Probation:** The Chief Executive Officer or his designee may warn or place on probation a member or officer for not adhering to fraternity policy. If the member does not implement immediate corrective action, the member's status can be reevaluated.
- B. **Removal from Office:** The Chief Executive Officer has the authority to remove any member from office and may either appoint an interim officer, who will serve in that position until elections are scheduled to occur or can direct a new election at the next chapter meeting.
- C. **Suspension:** The suspension of an individual member by the Fraternity may be imposed for a finite period, or until conditions imposed in connection with the suspension are satisfied by the subject of discipline. The Chief Executive Officer or Grand Council shall have the power and authority to require submission of reports and other evidence of compliance with terms and conditions to have the suspension status removed. A person suspended from membership in Alpha Sigma Phi shall lose all rights, privileges and immunities of membership in Alpha Sigma Phi during the period of his suspension. He may not hold office, participate in any chapter events or activities and/or vote or attend chapter meetings. He may not reside in the chapter house without the written permission of the Chapter Council and the property manager (House Corporation or CLVEN).
- D. **Expulsion:** A member requesting expulsion from Alpha Sigma Phi must submit their request in writing to the Chief Executive Officer. His request will be accepted by the Chief Executive Officer or majority vote of the Grand Council. Once a person has been expelled from the Fraternity, he can never be considered for membership in Alpha Sigma Phi again. A member cannot request to be expelled from the Fraternity for financial reasons. A person expelled from membership in Alpha Sigma Phi shall forthwith surrender to the Chief Executive Officer, or designee, his badge and all Fraternity property in his possession. Expulsion from membership terminates absolutely all rights, privileges and immunities of membership in Alpha Sigma Phi.

- Section 5. **Reconsideration and Appeals:** The Grand Council, by two-thirds (2/3) vote of members who are present, can reconsider any decision of the Chief Executive Officer imposing discipline on a member or former member, chapter, or affiliate group and reach the same or a different decision, provided that at least a majority of the Grand Council are present. Any such action resulting in a different decision shall be promptly reported in writing to those who requested the appeal by the Grand Senior President.

## **ARTICLE XI. FUNDS AND FINANCES**

- Section 1. **Deposit of Funds:** All transactions and deposits shall be in the name of the Fraternity. All general funds shall be under the control of the Chief Executive Officer or Grand Council and be dispersed as appropriate by the Chief Executive Officer or his authorized representatives. The Chief Executive Officer or Grand Council shall select the depositories for the custody of its funds. The Fraternity shall provide adequate

insurance coverage for the proper protection of all general and special funds entrusted to it, or of any officer, employee or agent.

- Section 2. **Required Appropriations:** The Chief Executive Officer or Grand Council shall appropriate from the general fund money for payment of the budgeted annual expenses of the Fraternity as shall be deemed necessary by the Chief Executive Officer.
- Section 3. **Collection of Accounts Receivable:** The Chief Executive Officer or Grand Council shall direct the collection of all funds due the Fraternity unless otherwise provided herein. It shall determine the manner and mode of payment of such funds subject to the limitations herein, and shall have power to suspend chapters, alumni associations, or individuals who are delinquent in their obligations to the Fraternity
- Section 4. **Allocation and Accounting for Funds:** The Chief Executive Officer or Grand Council shall direct the allocation of all funds received to the appropriate funds for which they were collected and keep a separate accounting for each said fund.
- Section 5. **Annual Audit of Accounts:** The Chief Executive Officer or Grand Council shall annually have all the accounts of the Fraternity audited by certified public accountants.
- Section 6. **Endowments and Funds:** Permanent, trust, endowment or other special funds may be established for such purposes, and on such terms and conditions, not inconsistent with law or these Bylaws as may be authorized by the Grand Council. The Chief Executive Officer or Grand Council may accept gifts and bequests to the Fraternity and perform all acts necessary in connection therewith, including the right to appoint trustees, and fix their powers and duties.
- Section 7. **Financial Reporting:** Reports of the condition of such funds shall be made to the Grand Council at such times and in such form as it may direct, and such reports shall be filed at Fraternity Headquarters.
- Section 8. **Signing Authority:** The Grand Senior President may sign, with the Chief Executive Officer or any other proper officer of the Fraternity authorized by the Grand Council, any deeds, mortgages, notes, bonds, contracts, resolutions or other instruments which have been duly authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Grand Council, or by these bylaws to some other officer or agent of the Fraternity, or shall be required by law to be otherwise signed or executed.

## **ARTICLE XII. FEES, ASSESSMENTS AND CHARGES**

- Section 1. **Establishment of Fees:** The establishment of new fees and dues shall be established solely by the vote of undergraduate delegates and the Grand Council.
- Section 2. **Student Membership Fees:** The Fraternity shall establish fees to be paid by each prospective student member upon (1) pledging and (2) initiation by a chapter of the Fraternity. In the event a member fails to remit his fees, the member's chapter will become jointly responsible for the amount due.

- A. Membership fees pursuant to this article are not refundable or transferable and shall be remitted to the Fraternity Headquarters by the established deadline.

- Section 3. Alumni Membership Fees: The Fraternity shall establish fees to be paid by each prospective alumni member upon initiation by a chapter of the Fraternity. In the event a member fails to remit his initiation fee, the member's chapter will become jointly responsible for the amount due.
- Section 4. Educational Programming Fee: The Fraternity shall establish the amount and due date of an annual educational programming fee to be used to support educational programs and/or qualified educational expenses.
- Section 5. Chapter Fee: The Fraternity shall establish the amount and due date of a chapter fee that shall be billed to each chapter to support Fraternity operations.
- Section 6. Housing Fee: The Fraternity shall establish the amount and due date of a housing fee that shall be billed to each chapter to support CLVEN National House Corporation.
- Section 7. Expansion Fees: The Fraternity shall establish the amount and due dates of fees associated with establishing a new chapter that may include, but is not limited to, a provisional chapter installation fee, chapter installation fee and ritual equipment fee. The Chief Executive Officer or Grand Council shall have authority to grant charters upon such financial terms and conditions as it may determine, including abatement, surcharge or deferral of any fee and/or modification of the amount or waiver of initiation fee due from alumni or other members of the petitioning group or groups,
- Section 8. Alumni Association Fee(s): The Fraternity shall establish the amount and due date of an annual alumni association fee that is billed to the Alumni Association to support alumni programming and/or alumni engagement.
- Section 9. Fee Collection: The Fraternity shall establish procedures and a schedule for collection of such fees, and for charges for delinquency in remittance thereof. Chapters whose fees, fines and other charges remain unpaid thirty (30) days after the same are due shall be subject to discipline by the Fraternity as provided by the Bylaws, including a late fee in an amount totaling no more than 25% of the outstanding balance.
- Section 10. Fee Increase: The Fraternity may not increase student membership fees and dues and/or the chapter fee by more than 3% annually without approval of the undergraduate delegates and Grand Council.

### ARTICLE XIII. THE TOMAHAWK

- Section 1. Publication: *The Tomahawk* shall be the official exoteric publication of the Fraternity.

### ARTICLE XIV. INSIGNIA

- Section 1. Control of Insignia: The Chief Executive Officer or Grand Council shall have exclusive direction and control in the acquisition, handling and distribution of insignia through Fraternity Headquarters and may make necessary contracts with manufacturers and others for the proper protection thereof, and to do and perform all things necessary to carry out this purpose. It shall authorize and control the sale and distribution of

such fraternity jewelry and novelties as it may approve and shall forbid the sale and distribution of all unauthorized and unproved insignia, jewelry and novelties, and similar products claiming any relationship to or with the Fraternity or any of its chapters, alumni associations, other alumni groups, or members. No chapter, alumni association, other alumni group or member shall have authority to bind the Fraternity in derogation of this section. The Chief Executive Officer or Grand Council shall protect by copyright, trademark or other available protections the emblems and insignia of the Fraternity. The Chief Executive Officer or Grand Council may institute action at law or in equity to carry out the provisions of this section.

- Section 2. Insignia of Disciplined Members: Every chapter shall take into their possession all the insignia of membership and fraternity paraphernalia of all members of the chapter suspended or expelled, to hold such property in trust during the period of any suspension, and to forward to the Fraternity Headquarters the insignias and paraphernalia of any expelled member.
- Section 3. Fraternity Marks and Symbols: Every chapter must use a licensed vendor when designing and purchasing fraternity paraphernalia with fraternity marks and symbols.
- Section 4. Use of Insignia: Only members of Alpha Sigma Phi Fraternity, Inc., who are in good standing, shall ever be permitted to wear or otherwise use its insignia of membership, unless explicitly permitted by the Alpha Sigma Phi Ritual.

#### **ARTICLE XV. RELATIONSHIP WITH COLLEGIATE CHAPTERS AND AFFILIATE/GROUPS**

- Section 1. Relationship Defined: Alpha Sigma Phi Fraternity, Inc. is a non-profit corporation. It is incorporated under the laws of the State of New York. It is headquartered in Carmel, Indiana.

Alpha Sigma Phi Fraternity, Inc. as a non-profit corporation for the purposes of fostering fraternity, and as an educational and service resource for collegiate chapters of Alpha Sigma Phi Fraternity, Inc., and for persons associated with those chapters. Alpha Sigma Phi Fraternity, Inc. has a limited staff. It has limited funding sources which necessarily limit the size of its staff.

Alpha Sigma Phi Fraternity, Inc. maintains and processes membership and other records for collegiate chapters associated with it. These chapters are located throughout the United States and Canada.

Alpha Sigma Phi Fraternity, Inc. also serves as an educational resource and service organization for affiliate groups, members associated with those chapters and for local alumni who volunteer their time on an independent basis to assist a collegiate chapter and its associated collegiate members. Alpha Sigma Phi Fraternity, Inc. provides education through conferences, written materials and periodic consultant visits to collegiate chapters. Staff visits result in advisory recommendations for chapter operations. Alpha Sigma Phi Fraternity, Inc. strives through these educational efforts to enhance life skills, leadership skills and ethical traits for those who take advantage of these educational opportunities, and to assist through education and consultant recommendations the success of chapters associated with it.

No chapter or affiliate group of and no member of any chapter or affiliate group of Alpha Sigma Phi is an agent of Alpha Sigma Phi Fraternity, Inc. No chapter or affiliate group and no member of any chapter have been appointed as an agent of Alpha Sigma Phi Fraternity, Inc.

Section 2. Chapter Operations: Alpha Sigma Phi Fraternity, Inc. is not involved in the day-to-day activities of a chapter. Alpha Sigma Phi Fraternity, Inc. does not and cannot control or supervise the day-to-day operations or activities of a chapter.

Each collegiate chapter and affiliate group of Alpha Sigma Phi Fraternity, Inc. is a self-governing, financially self-sufficient association comprised of students and/or alumni members of the institution at which they are enrolled or are affiliated. Under the Bylaws, each collegiate chapter of Alpha Sigma Phi Fraternity, Inc. selects and initiates its own members, elects its own officers, establishes its own rules, operates and determines its methods of operation, and governs its own affairs, subject only to those rules and operations being in harmony with the policies and Bylaws of Alpha Sigma Phi Fraternity, Inc. The autonomy of a collegiate chapter in organizing and determining and conducting its own operations through a democracy is part of an educational process which association with the chapter adds to collegiate life and to the development and refining of life skills.

If a collegiate chapter's operations are not in harmony with the policies, and bylaws of Alpha Sigma Phi Fraternity, Inc., Alpha Sigma Phi Fraternity, Inc. has the right after the fact to determine whether that chapter will continue to be recognized by Alpha Sigma Phi Fraternity, Inc. as a chapter associated with it. In some situations, after an action by a chapter has occurred that is not in harmony with the policies and Bylaws of Alpha Sigma Phi Fraternity, Inc., a "not in good standing" status may be implemented for the chapter by Alpha Sigma Phi Fraternity, Inc. In "not in good standing" situations, the chapter continues to be a self-governing, financially self-sufficient association of collegiate students. If a chapter ceases to be recognized by Alpha Sigma Phi Fraternity as a chapter associated with it, but that group of collegiate students nonetheless continues its operations, they do so without any affiliation with Alpha Sigma Phi Fraternity.

Alpha Sigma Phi Fraternity, Inc. does not have the right to suspend or affect the membership status of a collegiate student associated with a chapter other than in those situations and in accordance with the procedures specifically set forth in the Bylaws of Alpha Sigma Phi Fraternity, Inc.

Section 3. Disposition of chapter and affiliate group assets.

- A. Should a chapter or its affiliate alumni group become inactive or have its charter suspended or revoked, the charter, records, archives, ritual equipment and paraphernalia shall become the property of Alpha Sigma Phi Fraternity, Inc.
- B. All outstanding debt of the chapter at the time it becomes inactive or has its charter revoked shall become the joint and civil liability of the student members of the chapter at the time the debt was incurred.
- C. Non-real property.

1. Prior to any non-real property assets being transferred to Alpha Sigma Phi Fraternity Inc., all outstanding debts must be paid.
2. Should a chapter or affiliate group become inactive or have its charter suspended or revoked, its non-real property assets of less than ten thousand dollars (\$10,000) shall become the property of Alpha Sigma Phi Fraternity Inc. and will be absorbed into its general fund.
3. Should a chapter or affiliate group become inactive or have its charter suspended or revoked, its non-real property assets of more than ten thousand dollars (\$10,000) shall be held in trust for a period of eight years by Alpha Sigma Phi Fraternity Inc. During this time, interest earned from the funds held in trust will accrue to the trust, less a reasonable management fee which will accrue to the Fraternity on a yearly basis. In the event said chapter or affiliate group remains inactive or non-chartered after the eight-year period, then the non-real property assets shall be absorbed into the Fraternity's general fund.

#### D. Real property.

1. Should a chapter become inactive or have its charter suspended or revoked, all real property owned by said chapter shall be transferred to the CLVEN National House Corporation to be managed in the best interest of Alpha Sigma Phi.
2. Should an affiliate group become inactive, all real property owned by said affiliate group shall be transferred to the CLVEN National House Corporation to be managed in the best interest of Alpha Sigma Phi.
3. Alpha Sigma Phi Fraternity Inc. and/or CLVEN National House Corporation shall have ninety days from dissolution to disclaim its rights granted under this section. In the event it does not disclaim its right then said property shall be transferred as described in these bylaws.

### ARTICLE XVI. AMENDMENTS

- Section 1. Amendment by Grand Chapter: These Bylaws may be amended or repealed at any time after notice, as prescribed below, at a Grand Chapter by a vote of 3/4 of the members qualified to vote at Grand Chapter as defined in Article VI.
- Section 2. Notice of Amendment: No amendment or repeal of the Bylaws may be considered unless the proposed amendment or repeal shall have been presented to the Chief Executive Officer at least seventy (70) days prior to the date on which the vote is due by a chapter, alumni association, Grand Council member or Past Grand Senior President, with endorsement for consideration by a 2/3 vote of the Grand Council or ten (10) percent of the voting entities. Presentation or endorsement by a chapter shall be by the President of the chapter or petition signed by a majority of the student members in good standing of the chapter; presentation or endorsement by an alumni association shall be by the President of the Alumni Association or petition signed by a majority of the members of the Alumni Association. Upon presentation of a properly submitted and endorsed amendment or notice of repeal, the Chief Executive Officer

shall send notification of the proposal to all voting entities not less than sixty (60) days prior to the date on which the vote is due.

- Section 3. Amendment by Mail or Electronic Media Vote: In addition to the method of amendment set forth above, the Bylaws may be amended or repealed, after notice as prescribed above, by a vote of 3/4 of all voting entities conducted by mail or electronic media.
- Section 4. With proper notice met, any voting entity that fails to return their declarative vote as directed in the voting communication, shall be considered an abstention. Upon expiration of the time allowed for voting, the Chief Executive Officer or Grand Secretary shall record and certify the vote to the Grand Senior President. The Grand Senior President shall then inform the voting entities as to the proposed amendment's adoption or defeat within seven (7) days of the voting period concluding.
- Section 5. Resubmission of Failed Amendments: Any proposed amendment to the Bylaws which shall have failed to be adopted, either by vote at Grand Chapter or by mail or electronic media vote, may not again be submitted for consideration for 120 days.

#### **ARTICLE XVII. SAVING CLAUSE**

- Section 1. Any revision of the Bylaws of Alpha Sigma Phi Fraternity shall not invalidate any act or contract of the Fraternity lawfully entered into and not prohibited by the Bylaws of Alpha Sigma Phi Fraternity in effect at the time of the act or execution of contract.
- Section 2. Invalidation of any article or section of these Bylaws shall not invalidate the remainder thereof.