

## By Laws

of

the Mu Beta Alumni Corporation, Inc.

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### ARTICLE I: IDENTIFICATION

Section 1. **Name.** The name of this corporation shall be the Mu Beta Alumni Corporation, Inc., ("the Corporation"), and all business of the Corporation shall be transacted in that name.

Section 2. **Principal Office.** Unless and until changed by subsequent amendment to the Articles of Association or to these By Laws, the principal office of the Corporation shall be located at 214 Oakmont Drive, Dewitt, New York 13214.

Section 3. **Fiscal Year.** The fiscal year of the Corporation shall end on the last day of the month of December.

### ARTICLE II: PURPOSE

Section 1. **Objectives.** The specific and primary purpose of the Corporation shall be to promote, support and actively cooperate in the further continuance of the Mu Beta Chapter of Kappa Delta Rho at Syracuse University. To that end, the Corporation may desire to maintain a home for the use of the undergraduate members of the Mu Beta Chapter; to acquire such property as may be necessary for the furtherance of the aforementioned purpose; and to collect and control in its own name such funds as may come into the Corporation, directly or indirectly.

### ARTICLE III: MEMBERSHIP

Section 1. **Alumni.** The membership of the Corporation shall consist of Brothers who have completed their undergraduate work at Syracuse University and are in good financial standing with the Chapter, as determined by the Treasurer of the Chapter.

Section 2. **Transfer Students.** The membership of the Corporation shall also consist of those Brothers who have withdrawn from Syracuse University prior to the completion of their undergraduate work and are in good financial standing with the Chapter as determined by the Treasurer of the Chapter.

Section 3. **Honorary Membership.** The members of the Corporation may, by a simple majority vote of those present at any meeting of the Corporation, choose to grant

honorary membership in the Corporation to individuals who are not brothers, but have distinguished themselves through service to the community at large, the University or Kappa Delta Rho. Duly initiated brothers from chapters other than Syracuse University who work or reside in the general vicinity of the University who choose to become associated with the Corporation and make that intention known to the Corporation or the Board of Directors shall have the status of honorary members.

Section 4. **Rights and Responsibilities.** Honorary members as defined in Article III Section (3) shall have the same right to attend and speak at meetings of the Corporation as members but they shall have no vote, nor shall their vote count towards quorum.

#### ARTICLE IV: MEETINGS OF MEMBERS

Section 1. **Annual Meeting.** An annual meeting of the members of the Corporation shall be held on the Sunday morning of the weekend designated by the University as Homecoming Weekend. The annual meeting will take place at the offices of the Corporation or at an appropriate location designated by the Board of Directors. In the event of a failure by the University to designate a Homecoming Weekend, the annual meeting will be held on the last Sunday of October of each year. The Board of Directors will notify all members of the time and location of the annual meeting at least two months prior to the day. In addition, the Board of Directors shall provide all members with a written agenda at least one week prior to the meeting.

Section 2. **Special Meetings.** Special meetings of the Corporation may be called by the President, Treasurer or by a majority vote of the Board of Directors. A special meeting may also be called if 25% of the membership, not including honorary members, of the Corporation make their intentions known to the Secretary. The Board of Directors shall notify the membership of a special meeting at least one week prior and shall furnish the membership with a written agenda at the time of the meeting.

Section 3. **Quorum and Voting.** Each member present at a meeting of the Corporation shall have one vote. Proxy votes shall not be counted towards quorum but may be used when voting on business. Proxy votes, in order to be valid, must be received in writing by the Secretary at least 24 hours prior to a meeting. A quorum of members shall be necessary in order to conduct a meeting and transact business. A quorum shall be defined as at least 10 members. If less than quorum, those present shall adjourn to a later date.

Section 4. **Presiding Officer.** The President or a member of the Board appointed by the President shall preside over all meetings of the Corporation.



Section 4. **Vacancies.** The Directors may fill a vacancy on the Board, temporarily, by a majority vote. The temporary Director shall serve out the remainder of his predecessor's term until the next meeting of the Corporation at which time a new election for the remainder of the term shall be held.

Section 5. **Meetings.** The Board of Directors shall meet four (4) times a year, including one meeting immediately following the annual meeting of the Corporation. In order to reach quorum at a Board of Directors meeting, at least five (5) directors must be present, at least two (2) of which must be officers.

Section 6. **Corporate Powers.** The Board of Directors, in addition to the powers and authority expressly conferred upon them, may exercise all other powers of the Corporation and do all such other things as they may be authorized to do as Directors by the Laws of the State of New York.

#### ARTICLE VI: OFFICERS

Section 1. **Officers.** The officers of the Corporation shall consist of a President, Treasurer and Secretary. An Associate Vice President may also be elected if deemed necessary by the Corporation or the Board of Directors.

Section 2. **President.** The President shall preside at all meetings of the members of the Corporation. He shall have general supervision over the officers of the Corporation and shall see that their duties are performed properly. He shall execute, acknowledge and deliver in the name of the Corporation all authorized instruments necessary in carrying out the affairs of the Corporation. He may appoint committees of the Corporation and shall be an ex-officio member of all committees. He shall perform all other functions given to him by the Board or the Corporation. He shall serve a two-year term.

Section 3. **Treasurer.** The Treasurer shall receive all monies and securities coming into the Treasury from any source and shall disburse said monies at the request of the Board of Directors or the Corporation. He shall provide a true and accurate accounting of the financial condition of the Corporation at the Annual Meeting. In addition, he shall perform such other duties as the Corporation or Board may direct may him to perform. In the event that the President gives the Board notice that he can not serve his full term, the Treasurer shall become President and an election for a new Treasurer shall be held at the next Board meeting. He shall serve a two-year term.

Section 4. **Secretary.** The Secretary shall maintain an accurate list of all members and honorary members and their addresses. He shall keep minutes of all meetings of the Corporation and Board of Directors. He shall prepare agendas for all meetings of the Corporation. He shall distribute the aforementioned minutes and agendas in accordance with the provisions of Article IV, sections 1 and 2 of these By Laws. In addition, he shall perform such other duties as the Corporation or Board of Directors direct him to perform. He shall serve a two-year term.

