

Wisconsin Theta Alumni and Volunteer Corporation
of the
Sigma Phi Epsilon Fraternity

BYLAWS

2023 Edition

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Preamble

Sigma Phi Epsilon consists of three separate entities working independently as separate legal entities, but together cooperatively to promote and foster the ideals and principles of Sigma Phi Epsilon. These three entities consist of the local undergraduate chapter, the alumni and volunteer corporation, and the Grand Chapter of Sigma Phi Epsilon.

The Alumni of the undergraduate Wisconsin Theta chapter at the University of Wisconsin at Platteville thus establish the Wisconsin Theta Alumni Corporation of the Sigma Phi Epsilon Fraternity to organize alumni and volunteers to support the undergraduate experience in the endless endeavor of our local mission; Gentlemen united unconditionally in the pursuit of realizing each other's greatest personal potential.

Article I. – Purpose

Section 1. Corporation name

- (a) The name of this Corporation is Wisconsin Theta Alumni Corporation of the Sigma Phi Epsilon Fraternity (hereafter known as “The AVC”).

Section 2. Purpose of The Corporation

- (a) The purpose of The AVC in the articles of incorporation is to act as an independent non-profit corporation established to serve and benefit the undergraduates, alumni, and volunteers of the Sigma Phi Epsilon Fraternity Chapter at the University of Wisconsin-Platteville.

Section 3. Purpose of these Bylaws

- (a) The membership of The AVC shall find within these Bylaws a body of articles for which the membership has agreed upon as methods of operation and guidance.

Section 4. Precedence of the Bylaws

- (a) These Bylaws shall not be superseded by any other document adopted by The AVC except for the Articles of Incorporation.
- (b) Any discrepancies found between these Bylaws and the Articles of Incorporation shall result in the adherence to the Articles of Incorporation and the removal of the discrepancy from these Bylaws via an amendment.
- (c) Any discrepancies found between these Bylaws and another document shall result in the adherence to these Bylaws and the removal of the discrepancy from the conflicting document.
- (d) These Bylaws shall not supersede the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures, nor shall it conflict with any local or federal law.
- (e) In the absence of a governing provision in these Bylaws or in the laws of the State of Wisconsin, The AVC shall be guided by the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.

Section 5. Interpretation of the Bylaws

- (a) In the event of an interpretation disagreement of these Bylaws, The AVC President shall have the final decision of the interpretation.

Section 6. Governance

- (a) The AVC shall be governed by a fifteen (15) member Board of Directors (hereafter known as “The Board”).

Section 7. Powers overseeing the AVC

- (a) The Grand Chapter of the Sigma Phi Epsilon Fraternity shall have all named authority, power, and rights given in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures over The AVC and its members.

Section 8. Statement of Assets

- (a) All handling of AVC assets shall be done in accordance with the procedures outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (b) In the event The AVC dissolves, it is the sole responsibility of the AVC President and the Director of Assets and Housing to ensure proper asset handling.

Section 9. Statement of Staffing

- (a) Under no circumstances shall The AVC pay for employees or staff of any form.
- (b) The AVC may, from time to time, contract services through a third party including but not limited to auditing, finances, taxes, legal services, event planning, and catering.

Section 10. Statement of Communications

- (a) The acting secretary has the sole duty and authority to oversee, document, and produce all official AVC communications.

Article II. – Principal Office

Section 1. Definition

- (a) The principal office of The AVC shall be the primary location where The AVC receives its mailing and where its business is performed.

Section 2. Location

- (a) The principal office of The AVC shall be as designated by majority vote of The Board at the first Board Meeting following the Annual Meeting.
 - (i) The principal office of The AVC shall be at a designated location that complies with Wisconsin State Certificate of Status Rules.
- (b) Acceptable Locations include but are not limited to:
 - (i) The Sigma Phi Epsilon Undergraduate Chapter facility at the University of Wisconsin-Platteville
 - (ii) An AVC Officer's personal address if within the State of Wisconsin.
 - (iii) A Post Office (PO) box within the State of Wisconsin.

Section 3. Change of Location

- (a) The Board may designate, by majority vote, another address for service of process and/or receipt of corporate correspondence, or change the address of said designation, without such action being considered an amendment to these bylaws on an as needed basis.
- (b) The AVC President or designee shall file a change of address with the Wisconsin Secretary of State no later than ten (10) days after the change.
- (c) Should The Board change the principal location, the Secretary shall furnish written notice to The AVC a notice of the change and the newly effective address.

Article III. – Definitions

Section 1. Written Notice

- (a) For the purposes of these Bylaws “written notice” shall be defined as electronic delivery, transmitted to a member’s last known email address, or hard copy written notice.
 - (i) Written notice via the United States Postal Service shall be provided at the request and expense of any member.
 - (1) Members wishing to receive exclusively written notice via the United States Postal Service shall furnish notice to the President and Secretary stating the address in which all notices shall be sent and the method in which associated expenses can be collected.

Section 2. Record(s)

- (a) For the purposes of these Bylaws “record” or “records” shall reference the electronic or physical form of the document, list, note, etc.
- (b) For the purpose of The AVC, electronic records shall constitute a legal record.

Section 3. National Fraternity

- (a) Sigma Phi Epsilon Fraternity, a Virginia not-for-profit corporation shall hereafter be known as the “National Fraternity” or “Grand Chapter”.

Article IV. – Membership

Section 1. Statement of Membership

- (a) Any type of membership not specifically provided herein, including inactive membership, shall not be permitted.

Section 2. Membership Eligibility

- (a) Individuals eligible for membership in The AVC are limited to:
 - (i) Any person who has been initiated into, and remains in good standing with, the University of Wisconsin-Platteville Chapter of the Sigma Phi Epsilon Fraternity, a not-for-profit chartered in accordance with the Bylaws and Administrative Policies and Procedures of the National Fraternity and under the regulations of the University of Wisconsin-Platteville.
 - (ii) Any person who is a member of the National Fraternity under the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
 - (iii) Any person who by majority vote of The Board is elected to honorary membership in The AVC.
 - (iv) In accordance with state and federal laws, no individual shall be denied admission to, participation in, the benefits of, or be discriminated against in any service or program of The AVC because of the individual's race, color, creed, religion or lack thereof, or place of worship, sex, gender identity or expression, political ideology, military service, medical history, genetic history, proficiency of language, vocal or non-vocal expression, academic history, Wisconsin residency status, housing arrangement, national origin, disability, ancestry, age, sexual orientation, pregnancy, marital status, parental status, or known relationship to anyone in any of these protected classes or intersections thereof.
- (b) Individuals' ineligible for membership in The AVC is limited to:
 - (i) Any person who is enrolled as an undergraduate of the University of Wisconsin-Platteville or at any other university, college, or schooling shall not serve in any capacity, voting, non-voting, chair, member, chairmen, director, officer, or otherwise of The AVC.
 - (ii) Any person who has been initiated into, but is not in good standing with, the University of Wisconsin-Platteville Chapter of the Sigma Phi Epsilon Fraternity.

Section 3. Membership Dues

- (a) Annual dues shall be set following the procedure outlined in these bylaws.
- (b) The annual dues of a member of The AVC shall be as set by The AVC at the Annual Meeting for the following year.

- (i) Any member of The AVC shall be given discounted membership fees should they choose to pay for multiple years of membership at one time. The current annual dues rate shall be considered the expected value for membership dues for the years in which the member is paying, and the member shall not pay additional sums should the annual dues within those years be set higher than the rate paid. Discounts for multiple years of membership shall be as follows:
 - (1) Any member choosing to pay for a membership period of five (5) years shall be given a discount of ten percent (10%) off the cost of annual membership.
 - (2) Any member choosing to pay for a membership period of eight (8) years shall be given a discount of twenty percent (20%) off the cost of annual membership.
 - (3) Any member choosing to pay for a membership period of ten (10) years shall be given a discount of thirty percent (30%) off the cost of annual membership.
- (ii) Any first-time member of The AVC shall have annual dues for the first year at a rate of fifty percent (50%) of the set annual dues amount.
 - (1) First-time member is defined as any individual who is joining The AVC for the first time in their lifetime or who is rejoining The AVC for the first time in a period of greater than ten (10) years.
- (c) Membership dues shall not be refunded at any time or for any reason.
- (d) Membership dues shall be paid no later than fourteen (14) days prior to the Annual Meeting.
 - (i) Only members having paid dues no later than fourteen (14) days prior to the Annual Meeting shall be eligible to vote in the Annual Meeting.
 - (ii) Members having paid dues no later than fourteen (14) days prior to the Annual Meeting shall be considered members, unless their membership is revoked, until fourteen (14) days prior to the next Annual Meeting.
 - (iii) Members having missed the deadline for dues shall not be eligible to vote in the Annual Meeting.
 - (iv) Members having paid after the deadline for dues shall be considered members, unless their membership is revoked regardless of when they paid, until fourteen (14) days prior to the next Annual Meeting.
- (e) Membership dues shall be discounted during the duration between Annual Meetings as follows:
 - (i) Any Member choosing to join The AVC three (3) months or later after the Annual Meeting shall only pay ninety percent (90%) of the first year annual dues.
 - (ii) Any Member choosing to join The AVC six (6) months or later after the Annual Meeting shall only pay seventy percent (70%) of the first year annual dues.
 - (iii) Any Member choosing to join The AVC nine (9) months or later after the Annual Meeting shall only pay fifty percent (50%) of the first year annual dues.

Section 4. Membership Duration

- (a) Once an individual has become a member of The AVC they shall remain a member until their membership is revoked or the individual fails to pay the required membership dues as outlined in these Bylaws.

Section 5. Membership Resignation

- (a) Any member of The AVC with intent to resign from The AVC may do so by submitting written notice to the AVC President.
 - (i) Written notice of resignation is considered binding upon receipt pending the member's account balances and debts are zero.
 - (1) Should the member have account balances and debts, they must work with The Board to settle all debts and accounts with The AVC prior to resignation.
 - (ii) Member resignations do not need to be approved or voted on by The AVC or The Board.
 - (iii) Resignation from The AVC does not constitute resignation from the National Fraternity.
 - (iv) Members who previously resigned from The AVC may rejoin at any time if the eligibility for membership is met.
- (b) The AVC President, or their designee, shall give written notice to The Board of a member's resignation at the next Board meeting upon having received written notice.

Section 6. General AVC Member Duties

- (a) All members of The AVC shall be required to pay the annual membership fee as determined by these Bylaws.
- (b) All members of The AVC shall attend, to the best of their abilities, all meeting(s) of The AVC.
- (c) All members will incorporate the Cardinal Principles of Virtue, Diligence, and Brotherly Love in their daily lives.
- (d) All members shall act with the best of intentions for the membership of The AVC and Sigma Phi Epsilon.
- (e) All members shall adhere to all policies, guidelines, and recommendations as outlined in these Bylaws.
- (f) All members shall adhere to all policies, guidelines, and recommendations as outlined in the Articles of Incorporation.
- (g) All members shall adhere to all policies, guidelines, and recommendations as outlined by the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (h) All members shall adhere to all local and federal laws.
- (i) All members of The AVC shall fulfill all duties as prescribed to them by the Articles of Incorporation, these Bylaws, and the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.

Section 7. Membership Rights

- (a) All members of The AVC shall have one (1) vote on all legislation and motions brought to the floor at meetings of the AVC.

Section 8. Membership Sanction

- (a) The penalties which may be imposed for violations of membership obligations are outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures and these Bylaws.

Section 9. Membership Jurisdiction & Discipline

- (a) The Board has a duty and the authority to oversee the fulfillment and compliance with the Articles of Incorporation, these Bylaws, and any policies, rules of conduct, or regulations governing The AVC as promulgated by The Board.
- (b) The Board shall have no jurisdiction over undergraduate members of the University of Wisconsin-Platteville Chapter of the Sigma Phi Epsilon Fraternity unless explicitly granted or directed by the Board of Directors of the National Fraternity.
- (c) The Jurisdiction of the National Board of Directors shall be as outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (d) Any member or affiliate of The AVC suspected of criminal activity under state or federal law shall immediately be handed over to the appropriate authorities.
- (e) A member of The AVC shall be subject to a membership trial and reprimanded accordingly should they violate these Bylaws, the Articles of Incorporation, Local or Federal law, or the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.

Section 10. Membership Trials

- (a) AVC Membership may be revoked using the same membership trial procedure as outlined in the Grand Chapter Bylaws as a guideline.
 - (i.) Revoking of AVC membership does not affect one's membership in the National Fraternity
 - (ii.) A membership trial referral may also be included to forward the case to the Chief Executive Officer or Executive Director of the National Fraternity for consideration.
 - (iii.) A Standards Commission comprised of the President (non-voting), Director of Quality Operations, one (1) additional Officer chosen at random, one (1) additional Director chosen at random, and two (2) additional general AVC members chosen at random shall consider the case.
 - (iv.) The President shall act as an impartial moderator who does not vote.
 - (v.) The Director of Quality Operations shall act as the "prosecutor" and present the case for removal to the Standards Commission.
 - (vi.) Shall the President or Director of Quality Operations be involved in the case then the Vice President shall full fill the duties of the President.
 - (vii.) Should the President and Vice President membership be called into question than another Officer will be chosen at random to serve the duties of the President.
 - (viii.) Shall the Director of Quality Operations be involved in the case then another Director will be chosen at random.
 - (ix.) Four-Fifths (4/5) of the voting members must vote in the affirmative to revoke AVC membership.

- (x.) The defendant may appeal the decision to the general AVC within three (3) days of the Standards Commission vote by submitting written notice of appeal to the President or Chair of the Standards Commission.
 - (xi.) A special meeting of the Corporation will be called.
 - (1) Each side will get no more than twenty (20) minutes to present their case followed by a ten (10) minute period for questions from the members of the AVC.
 - (2) A three-quarter (75%) vote of the AVC is required to reject the decision of the Standards Commission.
 - (xii.) Fraternity membership trials may be brought upon any alumni or other non-undergraduate members of the Fraternity by the National Board of Directors as defined in the Grand Chapter Bylaws of the Sigma Phi Epsilon Fraternity.
- (b) Fraternity Membership Referral
- (i) The AVC Standards Commission may also make a fraternity membership trial referral to the Chief Executive Officer or Executive Director of the National Fraternity for consideration.
 - (ii) The referral shall follow the same procedure as the AVC Membership Trial.
 - (iii) Shall the referral be affirmed; the President shall notify the Chief Executive Officer or Executive Director of the Fraternity no less than three (3) but no more than five (5) business days after the decision.

Article V. – Ex-Officio Members

Section 1. Ex-Officio Member Definition

- (a) The non-voting Ex-Officio standing members of The AVC shall be limited to:
 - (i) The Balanced Man Steward
 - (ii) The Chapter Counselor
 - (iii) The Director of HFF Properties, LLC.

Section 2. Ex-Officio Member Duties

- (a) Ex-Officio members shall serve as consultants to The AVC and The Board without voting privileges.
- (b) Ex-Officio members shall be asked to attend all meetings of The Board, The AVC, and all other meetings as requested by the President of the AVC.
- (c) Ex-Officio members shall not be members of The Board.

Section 3. Balanced Man Steward

- (a) The Balanced Man Steward shall be appointed and serve as outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (b) The Balanced Man Steward shall be governed as outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (c) The Balanced Man Steward shall assume all roles, responsibilities, and authority as stated in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.

Section 4. Chapter Counselor

- (a) The Chapter Counselor shall be appointed and serve as outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (b) The Chapter Counselor shall be governed as outlined in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (c) The Chapter Counselor shall assume all roles, responsibilities, and authority as stated in the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.

Section 5. Director of HFF Properties, LLC

- (a) May not be a member of The Board or another Ex-Officio position.
- (b) May retain membership in The AVC
- (c) The Director of HFF Properties, LLC shall be nominated by the Asset and Housing Committee every three (3) years at the first meeting of The Board following January 1st of the year of reconfirmation or transition.

- (d) The Director of HFF Properties shall be confirmed by a two-thirds (2/3) vote of the Board. They will assume the position at the Annual Meeting of the year of their nomination and confirmation and hold the role until the third Annual Meeting thereafter or upon their resignation.
- (e) The Director of HFF Properties, LLC shall manage the day-to-day operations of the property under the ownership of HFF Properties, LLC as outlined in the Operational Agreement between The AVC and HFF Properties, LLC.
- (f) Should this role be vacated prior to the conclusion of the term, the Asset and Housing Committee will nominate a replacement Director, who upon confirmation, will assume the role through three (3) Annual Meetings; resetting the appointment clock.
- (g) The Director of HFF Properties, LLC may be recalled utilizing the same procedure for recalling an Officer of the Corporation.

Article VI. – Officers

Section 1. Officer Requirements

- (a) The Officers of The AVC are those individuals who are committed to the leadership and selfless steering of The AVC to greater recognition and success.

Section 2. Officer Definition

- (a) The Officers of The AVC shall be the President, Vice President, Treasurer, and Secretary.

Section 3. Election of Officers

- (a) The Officers of The AVC shall be elected from and by the Board of Directors at the first regular Board of Directors meeting to immediately follow the Annual Meeting in accordance with these Bylaws.
- (b) The order of elections shall be the President, Vice President, Treasurer, and Secretary.

Section 4. Term of Office

- (a) Officers shall serve a term beginning at the conclusion of officer elections held at the first Board Meeting immediately follow the Annual Meeting.
- (b) Officer terms shall terminate at their recall, vacancy, or at the adjournment of the first Annual Meeting one (1) year after their election, or the original elector's role whom they assumed in vacancy.
- (c) No Officer shall have two (2) elected designations, roles, or titles within The AVC.

Section 5. Officer Recall

- (a) The AVC and The Board have the right to recall an Officer based on cause.
- (b) The recall shall follow the procedures outlined in these bylaws.

Section 6. Officer Resignation

- (a) Any Officer of The AVC with intent to resign from their position as officer may do so by submitting written notice to the AVC President.
 - (i) Officer resignations do not need to be approved or voted on by The AVC.
 - (ii) Officer resignations are not considered membership resignation.
 - (iii) Written notice of resignation is considered binding upon receipt.
- (b) The AVC President, or their designee, shall give written notice to The Board of a member's resignation at the next Board meeting upon having received written notice.

Section 7. Vacancy

- (a) In the event an Officer position becomes vacant The Board shall elect a member of The Board to fulfill the remainder of the vacated term.

Section 8. General Officer Duties

- (a) All Officers shall accomplish all duties as prescribed to them by these Bylaws, the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures.
- (b) All Officers shall assume all duties not outlined in these Bylaws as prescribed to them by majority vote of The Board.
 - (i) These Bylaws shall be amended to reflect any added permanent duties added to an Officer's role.

Section 9. Duties of the President

- (a) Shall preside over all meetings of The AVC, The Board, and Officers.
- (b) Shall exercise all duties and authority of this position in accordance with Robert's Rules of Order.
- (c) The President, or their designee, shall represent The AVC on all official and ceremonial occasions.
- (d) Shall have general supervision and direction over all other Officers and shall see that their duties are properly performed.
- (e) Shall have general supervision and direction over all Directors and shall see that their duties are properly performed.
- (f) Shall have the authority to attach the seal of The AVC to any instrument requiring such seal if so specifically authorized by a majority vote of The Board.
- (g) Shall have the authority to execute, acknowledge, or deliver in the name of The AVC, all deeds, certificates, contracts, or other instruments necessary in carrying on the affairs of The AVC when so specifically authorized by a majority vote of The Board.
- (h) Shall serve as the liaison for The AVC between the University of Wisconsin-Platteville, City of Platteville, UW-System, and Grand Chapter.
- (i) Shall maintain editable copies of all Articles of Corporation and these Bylaws.
- (j) Shall oversee the creation, maintenance, and implementation of yearly AVC goals.
- (k) Shall oversee the creation, maintenance, and implementation of an AVC 5-year plan.
- (l) The President, or their designee, shall sit on all committees under the Director of Quality Operations, and Director of Awards and Scholarships

Section 10. Duties of the Vice President

- (a) Shall temporarily assume all executive duties and powers in absence of the President.
- (b) Shall be responsible for coordinating events, involving other members of The AVC and alumni, in which The AVC and Undergraduates can attend. These events shall be intended to foster the development of the Cardinal Principles of the Fraternity.
- (c) Shall be responsible for coordinating AVC member retention by providing The AVC with opportunities to foster long term member involvement.
- (d) Shall be responsible for coordinating at least one (1) AVC member-exclusive event per year.
- (e) Shall be responsible for pursuing opportunities beneficial to the members of The AVC.
- (f) Shall be responsible for coordinating, advertising, preparing, and developing all extracurricular activities of The AVC including but not limited to AVC socials.

- (g) Shall be responsible for the preparation, logistics, and hosting of AVC retreats and enrichment programs.
- (h) The Vice President, or their designee, shall sit on all committees under the Director of Alumni Relations, Director of Parent-Guardian Relations, and Director of Philanthropy.

Section 11. Duties of the Treasurer

- (a) Shall keep a full and accurate account of the receipts and disbursements of the AVC on the books belonging to the AVC. They shall deposit in such banks or banking institutions, as may from time to time be selected by The Board, all funds, monies, and other valuable effects of the AVC in the name and to the credit of The AVC.
- (b) Shall be the Chief Disbursing Officer of The AVC. The Treasurer shall make proper vouchers and receipts for such disbursements and shall render to The Board, at least annually but more as often as requested by The Board, a complete and accurate account of such transactions.
- (c) Shall keep the President advised of any expenditures to be incurred or funds to be provided, in order that the President may decide for the consummation of such financial matters.
- (d) Shall, at the completion of their term, turn over all records pertaining to The AVC to their successor, and The Board may conduct an audit of those records. A copy of the completed audit, if any, shall be provided to the Undergraduate Chapter President, District Governor and Grand Chapter.
- (e) Shall, with assistance from The Board, recommend an amount for annual dues to be paid by each member for the following year based on the expected financial needs of The AVC and present it at the Annual Meeting.
- (f) Shall provide a financial report including all expected expenses, account balances, and financial projections at each meeting of The Board, the Annual Meeting, and upon request of The Board.
- (g) Shall oversee the collection of all AVC dues.
- (h) Shall assist the Director of Assets and Housing, as needed, in conducting a yearly audit of the AVC and a yearly audit of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville.
- (i) Shall oversee the preparation and execution of the yearly AVC budget.
- (j) The Treasurer, or their designee, shall sit on all committees Chaired by the Director of Assets and Housing, and the Director of Fundraising.
- (k) Shall be responsible for the filing of any and all AVC related taxes as needed.
- (l) Shall be responsible for the filing of any and all taxes of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville.
- (m) Shall manage relationships with funding agencies, lenders, and donors to ensure initial and continued tax compliance of The AVC.
- (n) Shall identify and pursue applicable grants, tax breaks, or other financial opportunities which may benefit The AVC.
- (o) The Treasurer, or their designee, shall sit on all committees of the Director of Assets and Housing and the Director of Fundraising.

Section 12. Duties of the Secretary

- (a) Shall keep all records, minutes, agendas, and proceedings of all meetings of The AVC and The Board.
- (b) Shall have custody, and be charged with the safekeeping of all records, papers, documents, and books of The AVC.
- (c) Shall serve all notices required either by law or by these Bylaws.
- (d) Shall keep and always maintain a roster of the members in good standing of The AVC, and such list, when certified by the Secretary, shall constitute as evidence of the right of the persons named therein to participate in the affairs of The AVC as members thereof.
- (e) Shall update The AVC calendar to include all activities, meetings, or events of The AVC and share it with all members of The AVC.
- (f) Shall oversee any and all AVC social media accounts, marketing, advertising initiatives, and websites.
- (g) Shall maintain accurate and up to date records of attendance at all meetings of The Board.
- (h) Shall be responsible for generating and maintaining accurate voting records on all matters of The AVC.
- (i) The Secretary, or their designee, shall sit on all committees chaired by the Director of Alumni and Volunteer Recruitment and Director of Communications.

Article VII. – Board of Directors

Section 1. Statement of The Board

- (a) Subject to the provisions of the Wisconsin Nonprofit Mutual Benefit Corporation Law and any limitations in the Articles of Incorporation and these Bylaws relating to action required to be approved by the members, the business and affairs of The Board shall be managed, and all corporate powers shall be exercised, by or under the direction of The Board.
- (b) Members of The Board shall not be personally liable for the debts, liabilities, or other obligations of The AVC except in cases including but not limited to negligence, fraud, malpractice, or violations of law.

Section 2. Indemnification

- (a) To the extent that a person who is, or was, a Director, Officer, or other Agent of The AVC has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that they are, or was, an agent of The AVC, or has been successful in defense of any claim, issue, or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding. If such person either settles any such claim or sustains any such judgment, fine, settlements, or other amounts reasonably incurred in connection with such proceedings shall be provided by The AVC, but only to the extent allowed or permitted by Wisconsin law.

Section 3. Composition of The Board

- (a) The Board of Directors shall be comprised of the President, Vice President, Treasurer, Secretary, Director of Quality Operations, Director of Awards and Scholarships, Director of AVC Member and Alumni Relations, Director of Parent and Guardian Relations, Director of Philanthropy and Community Relations, Director of Fundraising, Director of Assets and Housing, Director of Communications, Director of Alumni and Volunteer Recruitment, and two (2) At-Large Directors.

Section 4. Rights of a Director

- (a) Every Director shall have the absolute right at any time, for any reason, to inspect all books, records, assets, and documents of every kind, and the physical properties of The AVC, except for the personnel records of employees (if any). This inspection by a Director may be made in person or by an agent or attorney, and the right to inspection includes the right to copy and make extracts of documents.
- (b) Every Director is equal in responsibility, authority, power, and all other aspects of The AVC. The order in which Directors are presented in these Bylaws, or elected, shall be in no way a reflection of hierarchy within The Board.
- (c) Every Director shall be responsible for filling and maintaining all committees which they chair.

Section 5. Duties of The Board

- (a) Directors shall assume all duties not outlined in these Bylaws and as prescribed to them by majority vote of The Board.
 - (i) These Bylaws shall be amended to reflect any added permanent duties added to a Director's role.
- (b) The Board shall provide its recommendation on all voting matters brought before The AVC.
- (c) The Board shall follow the attendance policy as outlined in these Bylaws.

Section 6. Term of Office

- (a) Members of The Board shall be elected from and by all members of The AVC who are in good standing.
- (b) Members of The Board shall serve a term beginning at the conclusion of the Annual Meeting of the year of their election or upon their election to vacant role.
- (c) Members of The Board terms shall terminate at their recall, vacancy, or at the adjournment of the first Annual Meeting three (3) years after their election, or the original elector's role whom they assumed in vacancy.
- (d) At the first regular meeting of The Board, each member of The Board will be appointed to a specific Director role as outlined in these Bylaws, in a manner authorized by The Board.
- (e) No Member of The Board shall have two (2) elected designations, rolls, or titles within The AVC.
- (f) Members of the Board may serve as general committee members for any other committee.

Section 7. Director of Quality Operations

- (a) Shall coordinate, execute, and plan appropriate arrangements for funeral services.
- (b) Shall pursue the best interests of The AVC and try to mitigate risk.
- (c) Shall schedule, coordinate, and execute all risk management activities and workshops as needed.
- (d) Shall validate all election results.
- (e) Shall remain proficient in all AVC governing documents.
- (f) Shall pursue successful adherence to Robert's Rules of Order within The AVC as needed.
- (g) Shall actively seek discussions with Sigma Phi Epsilon Alumni to ascertain their needs for Alumni support and life updates.
- (h) Shall be responsible for assisting, coordinating, and executing matters of The AVC in regards to the completion of the Buchanan Outstanding Chapter Award application and SLC/RLC accreditation.
- (i) Shall lead a yearly review of these Bylaws and propose any amendments on behalf of the Bylaw Review Board.
- (j) Chair the Quality Operations Committee.

Section 8. Director of Awards and Scholarships

- (a) The Director of Awards and Scholarships shall vote on matters of The Board as a delegate on behalf of The AVC members.

- (b) Shall be responsible, when possible, for seeking the input from members of The AVC on matters of The Board.
- (c) The Director of Awards and Scholarships shall be responsible for assisting, coordinating, and executing matters of The AVC in regards to all matters as needed by the Undergraduate Chapter for awards, prizes, scholarships, etc.
- (d) Shall identify, pursue, and apply for all Grand Chapter awards as applicable to The AVC or members of The AVC.
- (e) Shall coordinate, plan, manage, and execute all scholarships of The AVC.
- (f) Shall coordinate, plan, manage, and execute all financial awards offered by The AVC.
- (g) Shall coordinate, plan, manage, and execute all awards given to the Undergraduate Chapter by The AVC.
- (h) Shall assist the Undergraduate Chapter in coordinating, planning, managing, and executing the Balanced Man Scholarship.
- (i) Shall be familiar with all awards, scholarships, and undergraduate opportunities offered by the Grand Chapter.
- (j) Shall notify the Undergraduate Chapter of all applicable awards, scholarships, and undergraduate opportunities offered by the Grand Chapter.
- (k) Shall Chair the Awards and Scholarship Committee.

Section 9. Director of AVC Member and Alumni Relations

- (a) Shall foster relations between The Board and the members of The AVC, and the general alumni base of the Chapter.
- (b) Shall coordinate events between members of the AVC and Undergraduate Chapter that fosters the development of the cardinal principles.
- (c) Shall coordinate at least two (2) open events per year for all stakeholders of the general Chapter to attend.
- (d) Shall Chair the Alumni Relations Committee.

Section 10. Director of Parental and Guardian Relations

- (a) The Director of Parental & Guardian Relations must be appointed from a member of The Board who has a dependent that is an active member of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville.
 - (i) Should no members of The Board have a dependent that is an active member of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville, eligibility shall open up to members of The Board who have a dependent that is an alumnus in good standing of the Undergraduate Chapter.
 - (ii) Should no members of the Board meet the conditions of eligibility above, the Board shall seek to fill the position with a member of the Board that has recently graduated in good standing with the Undergraduate Chapter.
- (b) Shall vote on matters of The Board as a delegate on behalf of other legal guardians who have a dependent that is an active member of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville.

- (c) Shall be responsible for seeking the input of other legal guardians who have a dependent that is an active member of the Undergraduate Chapter of the Sigma Phi Epsilon at the University of Wisconsin-Platteville on matters of The Board.
- (d) Shall be responsible for fostering relations between The AVC and other legal guardians of active members of the Undergraduate Chapter.
- (e) Shall be responsible for coordinating events, utilizing other legal guardians of active members of the Undergraduate Chapter, in which The AVC and Undergraduates may attend to foster the development of the cardinal principles.
- (f) Chair the Parental & Guardian Relations Committee.

Section 11. Director of Philanthropy and Community Relations

- (a) The Director of Community Relations shall vote on matters of The Board as a delegate on behalf of members of The AVC.
- (b) Shall be responsible for seeking input from members of The AVC on matters of The Board.
- (c) Shall consider matters of The Board from a community perspective and advise The AVC as to the best interests of the community.
- (d) Shall be responsible for seeking the input from members of the Platteville community on matters of The Board as needed.
- (e) Shall develop strategies and opportunities designed to represent The AVC favorably and make positive contributions to the community.
- (f) Shall lead The AVC in pursuit, procurement, execution, and coordination of philanthropic, volunteer, and community outreach opportunities.
- (g) Shall organize at least one (1) philanthropic event yearly.
- (h) Shall chair the Community Relations Committee.

Section 12. Director of Fundraising

- (a) Shall develop and implement The AVC's fundraising strategy.
- (b) Shall formulate, direct, and coordinate The AVC's solicitation strategies and efforts.
- (c) Shall identify and pursue new donor bases.
- (d) Shall act as a liaison between fundraising partners or organizations and The AVC.
- (e) Shall coordinate, procure, and manage all necessary volunteers for fundraising events.
- (f) Shall coordinate fundraising events such as dinners, receptions, parties, and activities.
- (g) Shall manage, coordinate, and execute all AVC fundraising campaigns.
- (h) Shall pursue, prepare, execute, and maintain all auctions held on behalf of The AVC.
- (i) Shall pursue, prepare, execute, and maintain capital funding projects.
- (j) Shall chair the Fundraising Committee.

Section 13. Director of Assets and Housing

- (a) Shall monitor the financial performance of all AVC Assets and report it to The AVC.
- (b) Shall develop asset management policies and procedures and implement best practices.
- (c) Shall identify opportunities for refinancing that may benefit The AVC.
- (d) Shall identify risks to assets (potential failures); identify consequences of asset failure; and ways to mitigate the consequences of failures.

- (e) Shall conduct all internal audits of The AVC and Undergraduate Chapter as needed and as outlined in these Bylaws.
- (f) Shall be responsible for pursuing, evaluating, updating, modifying, renewing, and purchasing all necessary insurance for assets of The AVC.
- (g) Shall be responsible for developing, editing, modifying, storing, and renewing all documentation and records as required for assets of The AVC.
- (h) Shall work with the Officers to ensure proper paperwork is filed as needed with all governing bodies for both the Undergraduate Chapter and The AVC.
- (i) Shall be responsible for ensuring the long-term usability and lifespan of the Undergraduate Chapter facility.
- (j) Shall be responsible for transitioning any newly appointed Director of HFF Properties, LLC.
- (k) Shall be responsible for the creation and execution of long-term fundraising and/or major capital campaigns to improve or renovate the Undergraduate Chapter facility.
- (l) Shall recommend to The Board the appointment of the Director of HFF Properties, LLC every three (3) years at the first regular meeting of the Board after January 1.
- (m) Shall Chair the Assets & Housing Committee.
- (n) Shall research, document, and pursue long-term facility improvements which seek to benefit the Undergraduate Chapter.
- (o) Shall submit to The Board a business plan detailing any long-term housing proposals.

Section 14. Director of Communications

- (a) Shall be responsible for the creation, maintenance, use, and implementation of all AVC social media accounts.
- (b) Shall be responsible for all applicable AVC marketing.
- (c) Shall be responsible for all mass AVC communication.
 - (i) This includes but is not limited to all mass communication via the United States Post Office.
- (d) Shall be responsible for maintaining and implementing AVC branding standards.
- (e) Shall be responsible for all advertising initiatives.
- (f) Shall be responsible for AVC website maintenance and development.
- (g) Shall be responsible for all formats of AVC media including but not limited to: podcasts, radio broadcasts, tv shows, and streaming platforms.
- (h) Shall, at the start of their term, establish new passwords for all accounts pertaining to this position and The AVC.
- (i) Having established new passwords the Director of Communications shall provide a list of usernames and passwords with the AVC President.
 - (i) Shall, at the completion of their term, turn over all usernames and passwords pertaining to The AVC to their successor.
- (j) Shall chair the Communications Committee.

Section 15. Director of Alumni & Volunteer Recruitment

- (a) Shall establish and maintain programs, events, and functions to recruit potential new members to The AVC.
- (b) Shall host programs to educate members of The AVC on how to recruit new members.

- (c) Shall be responsible for reviewing these Bylaws with all new or returning members of The AVC.
- (d) Shall be responsible for developing and maintaining a new member development program that familiarizes new members of The AVC with the Sigma Phi Epsilon Fraternity and The AVC.
- (e) Shall engage new Members and Volunteers in any required training or orientation for a role within the AVC.
- (f) Shall chair the Alumni and Volunteer Recruitment Committee.

Section 16. Director At-Large

- (a) Shall assist where needed in any ad-hoc committee or holes that need to be filled.
- (b) Provide general support to any Director who may need some temporary assistance.
- (c) Serve on at least one (1) committee.

Article VIII. – Committees

Section 1. Organization

- (a) Definition
 - (i) Committees of The Board shall be permanent committees of The AVC that are chaired by members of The Board.
- (b) Creation of Committees of The Board
 - (i) The AVC shall amend these bylaws for the formation of any new permanent Committees of The Board.
- (c) Committee Chairs
 - (i) Should it be the expressed duty of a member of The Board to chair a Committee of The Board, they shall have the ability to appoint a delegate on their behalf to perform all necessary duties in regards to the committee.
- (d) Committee Size
 - (i) All Committees of The Board shall consist of at least two (2) members of The AVC.
 - (ii) All Committees of The Board shall be chaired by a member of The Board, or their delegate.

Section 2. Meetings

- (a) Committees shall meet at least quarterly.
- (b) Committee chairs shall work with the Secretary to ensure all meetings are added to The AVC calendar.
- (c) Committee meetings shall be open to all members of The AVC and Undergraduate Chapter. However, those in attendance not on the committee shall not be given speaking terms unless yielded to by a member of the Committee.

Section 3. Duties

- (a) Each committee shall undertake the duties listed under each of the respective Director position as outlined in these Bylaws.

Section 4. Permanent Committees of the Board

- (a) Quality Operations Committee
 - (i) Buchanan Cup Committee
 - (ii) Bylaw Review Committee
 - (iii) Risk Management Committee
- (b) Awards and Scholarship Committee
- (c) AVC Member and Alumni Relations Committee
- (d) Parental & Guardian Relations Committee
- (e) Philanthropy and Community Relations Committee
- (f) Fundraising Committee
- (g) Asset & Housing Committee
- (h) Communications Committee

- (i) Alumni and Volunteer Recruitment Committee
- (j) Mentorship Committee
 - (i) Shall be chaired by the Chapter Counselor and Balanced Man Stewards
 - (ii) Shall provide support and guidance to the Undergraduate Chapter.
 - (iii) Shall provide support and guidance to the Undergraduate Chapter during Executive Board transitions.
 - (iv) Shall ensure the proper transition of documents and resources within the Undergraduate Chapter during Executive Board Transitions.
 - (v) Shall manage the recruitment, selection, and matching process to ensure each Undergraduate Chapter Officer has a mentor related to their position.
 - (vi) Shall facilitate, develop, and implement new mentorship opportunities that will benefit the Undergraduate Chapter.
 - (vii) Shall ensure regular communication with and between all mentoring partnerships between The AVC and the Undergraduate Chapter.
 - (viii) Shall provide training as necessary to The AVC and Undergraduate Chapter on how to be a successful mentor/mentee.
 - (ix) Shall obtain reports from mentors and mentees on mentorship goals and results.
 - (x) Shall conduct semi-annual evaluations to determine the effectiveness of all mentorship partnerships between The AVC and Undergraduate Chapter.

Section 5. Special or Ad Hoc Committees

- (a) Special or Ad Hoc committees shall be formed for a specific purpose at the request of The AVC with a majority vote approval.
- (b) Special or Ad Hoc committees shall bring a recommendation on a specified topic to The AVC floor.
- (c) Special or Ad Hoc committees shall be composed of at least two (2) AVC members and be chaired by a member of The Board.
- (d) Special or Ad Hoc committees shall be dissolved upon completion of the purpose in which the committee was designated.

Article IX. – Meetings

Section 1. Parliamentary Authority

- (a) The rules contained in the most current edition of Robert’s Rules Newly Revised shall govern all meetings of The AVC in all cases to which they are applicable unless explicitly superseded by these Bylaws.

Section 2. Voting

- (a) At all meetings, only members in good standing who are present and given the authority to vote shall be entitled to vote.
- (b) Absentee voting shall only be allowed for the election of Board Members during the Annual Meeting.
 - (i) No other forms of absentee voting shall be allowed, at any time for any reason.
- (c) All eligible Members shall receive only one (1) vote per motion.

Section 3. Electronic Meetings

- (a) All meetings of The AVC, The Board, etc. must be held in part or entirely electronically.
- (b) All electronic portions of meetings shall be held in a medium accessible to all members.
 - (i) A medium is considered accessible to all members when it is provided by The AVC, Grand Chapter, or is free for public use/access.
 - (ii) Personal limitations, including but not limited to poor Wi-Fi or incompatible equipment does not make a medium inaccessible to a member.
 - (iii) Mediums must provide a means of communication by which all members may simultaneously hear and discuss with each other during the meeting.
- (c) Members attending a meeting through its electronic portion shall be considered “in attendance”.

Section 4. Notice of Meetings

- (a) The Secretary shall furnish written notice of all meetings of The AVC to applicable members not less than twenty (20) nor more than ninety (90) days before the date of the meeting. The notice shall supply the place, date, time, and method to access the electronic portion of the meeting.

Section 5. Agendas and Minutes

- (a) For the purposes of furnishing meeting agendas and minutes, written notice shall be sufficient.
- (b) The Secretary shall furnish meeting agendas for all meetings of the AVC at least twenty-four (24) hours in advance of a meeting, to all applicable members of The AVC, all parties who have requested to receive a copy of it, and all parties/guests expected to be in attendance.

- (c) The Secretary shall furnish meeting minutes for all meetings of the AVC within twenty-four (24) hours after a meeting, to all applicable members of The AVC, all parties who have requested to receive a copy of it, and all parties/guests expected to be in attendance.

Section 6. Quorum

- (a) Unless specifically defined; at any meeting of The AVC, half (50%) of the applicable voting members, must be present to constitute a quorum for the transaction of business.
- (b) Unless specifically defined at any meeting of The Board, three-quarters (75%) of the applicable voting members, must be present to constitute a quorum for the transaction of business.
- (c) If a quorum is present, the affirmative vote, as outlined in these bylaws, on matters of business shall be the act of the members of The AVC, unless the vote of a greater number is required by Wisconsin Nonprofit Corporation law, or the Sigma Phi Epsilon Fraternity, Inc. Grand Chapter Bylaws and Administrative Policies and Procedures

Section 7. Annual Meeting of the AVC

- (a) The Annual Meeting of the members of The AVC shall be held, at least in part, in Platteville, WI or at a suitable location within twenty (20) miles of the University of Wisconsin-Platteville, or the city of Madison, WI and at least in part electronically.
- (b) The Annual Meeting of the members of The AVC shall follow all appropriate procedures as outlined in these Bylaws.
- (c) The Annual Meeting of the members of The AVC shall be at such location, date, and hour as must be set by The Board three (3) months prior to the Annual Meeting.
- (d) The Annual Meeting shall fall between February 1st and April 30th annually.
- (e) The Annual Meeting shall consist of all regular business, elections, announcements, etc.
 - (i) The AVC financial analysis, which shall be listed under the Treasurer report.
 - (ii) The Treasurer, with assistance from The Board, shall present a financial statement of receipts and disbursements, the assets and liabilities for The AVC, and a report on the financial condition of The AVC.
 - (iii) The financial analysis of The AVC need not be voted on or approved by The AVC.
 - (iv) The AVC may vote to conduct an audit of The AVC's financials following the financial analysis, provided a motion is made by a member in good standing.
 - (v) Copies of the financial analysis shall be provided to the District Governor, and Grand Chapter.
 - (vi) Annual dues shall be listed under the Treasurer on the agenda for the Annual Meeting.
 - (vii) The Treasurer, with assistance from The Board, shall recommend an amount for annual dues to be paid by each member for the following year based on the expected financial needs of The AVC. The AVC shall have the ability to discuss and decide on a value based on this recommendation.
 - (viii) Annual dues shall be set by a two-thirds (2/3) super majority vote of The AVC in attendance.
 - (ix) Elections shall be the last New Business item.

Section 8. Special Meetings of the AVC

- (a) All members of The AVC shall be expected to attend special meetings of The AVC.
- (b) Special meetings may be called at any time by the President or majority vote of The Board.
- (c) A special meeting must be called by furnishing the Secretary with a written request, containing the objective/purpose of the meeting.
- (d) The secretary shall give written notice of a special meeting, stating the business to be transacted, time, and means of the meeting to all members of The AVC.
- (e) Special meetings shall not be less than seven (7) nor more than thirty (30) days following the secretary's receipt of written request.
- (f) No other business shall be transacted at a special meeting other than the stated meeting purpose/objective.

Section 9. Officer Meetings

- (a) Officers shall meet at least quarterly.
- (b) Officers shall be the only members of The AVC expected to attend Officer meetings.
 - (i) Officer meetings shall be open to all members of The AVC and Undergraduate Chapter however those in attendance shall not be given speaking terms unless yielded to by an Officer.
 - (ii) Officer meetings shall be moved into a closed session in accordance with Robert's Rules of Order.
- (c) At any officer meeting all Officers must be present to constitute a quorum for the transaction of business.
- (d) Officers shall utilize officer meetings to discuss, vote, and plan as needed to ensure proper business operations of The AVC.
- (e) Officers shall have the explicit right to schedule meetings as needed for the proper transaction of business.
- (f) Officer meetings shall be conducted in a form and procedure as set and agreed to by the Officers.
- (g) The President shall provide a summary of items addressed in an officer meeting at the next Board meeting.

Section 10. Board of Directors Meetings

- (a) The Board shall meet in the evening hours of the Central time zone once a month on a day and time agreed upon at the first regular meeting of The Board immediately to follow the Annual Meeting.
 - (i) Exemptions can be made for days or weeks containing national holidays if approved by The Board communicated to all applicable parties including but not limited to Ex-Officio members.
- (b) The Board shall be the only members of The AVC expected to attend board meetings.
 - (i) Board meetings shall be open to all members of The AVC and Undergraduate Chapter.
 - (1) Only members of The Board shall have the right to vote on matters brought to the floor during Board meetings.

- (ii) Board meetings shall be moved into a closed session in accordance with Robert's Rules of Order.
- (c) The Board shall utilize board meetings to discuss, vote, and plan as needed to ensure proper business operations of The AVC.
- (d) The Board shall have the explicit rights to schedule meetings as needed for the proper transaction of business.
- (e) Board meetings shall follow the procedure for agendas, minutes, and voting as outlined in these Bylaws.
- (f) The President shall provide a summary of the actions of The Board to the AVC at the following Meeting of the AVC.

ATTENDANCE POLICY OF THE BOARD

Section 11. Notification of Absence

- (a) Any member of The Board who plans on missing a Board meeting shall notify the President at least twenty-four (24) hours before the meeting.
 - (i) Notification must be given to the President via a medium able to document and save the notification for future reference (i.e. Email, text message, etc..)
 - (1) A verbal phone call, for example, would not constitute an acceptable notification as there is no record of the notification.
- (b) Any notification of absence submitted within twenty-four (24) hours of the meeting shall count as an unexcused absence.

Section 12. Excused Absences

- (a) All members of The Board shall have three (3) excused absences from Board meetings per year.
- (b) The President shall approve each excused absence on an individual basis.
- (c) All members of The Board who are excused from a meeting are still expected to complete their duties (i.e. Contributing to the agenda, submitting a report, etc.)

Section 13. Unexcused Absences

- (a) Members of The Board shall have one (1) unexcused absence from Board meetings per year.

Section 14. Special Meetings Exceptions

- (a) All members of The Board shall be expected to attend all special meetings.
- (b) If a member of The Board notifies the President of an inability to attend a special meeting, then it shall not count as an excused or unexcused absence.

Section 15. Pre-Designated Obligations

- (a) Pre-Designated obligations are commitments of attendance to external activities which members of The Board are expected to attend on behalf of matters of The AVC and which make them unable to attend meetings.
- (b) All Pre-Designated obligations shall be excused absences.

Section 16. Exceptions to Absentee Policy

- (a) Unforeseen personal obligations such as sudden illness, death, or accident shall not count as excused or unexcused absences.
- (b) The President may count any absence as an unforeseen personal obligation for a member of The Board at their discretion.

Section 17. Sanctions for Absence

- (a) If a member of The Board reaches their allotted amount of excused or unexcused absences, then a written notice shall be administered by the President or their designee.
- (b) If a member of The Board goes over their allotted amount of excused or unexcused absences or it is found out they have repeatedly failed to attend their pre-designated obligations, then they will be subject to recall as outlined in these Bylaws.

Article X. – Elections

Section 1. The Election Chair Election, Duties, and Eligibility

- (a) The Election Chair shall be nominated and elected at least two (2) regularly scheduled Board meetings prior to any elections.
- (b) The Election Chair shall oversee all election operations and procedures.
- (c) The Election Chair shall not run for an elected position.
- (d) The Election Chair shall remain impartial during all discussions and debates.
- (e) The Election Chair shall have a vote when eligible.
- (f) The Elections Chair shall oversee the election of The Board at the Annual Meeting and the Election of the Officers at the first regular Board meeting to follow immediately after the conclusion of the Annual Meeting.
- (g) At the close of nominations, the Elections Chair shall appoint two (2) other members at random, whom are not seeking election, to serve on an Elections Commission to consider any contests to the validity of the election.

Section 2. Nominations

- (a) Upon election, the Election Chair shall begin accepting nominations for The Board.
- (b) Nominations shall consist of the nominator, nominee.
- (c) Any member may nominate any member for The Board. The Election Chair shall confirm a nominee's eligibility for a position upon nomination.
- (d) Upon confirmation of a nominee's eligibility for The Board, The Election Chair shall inform the nominee of their nomination. The nominee has until the close of nominations to accept or reject their nomination.
- (e) Nominations for The Board shall close two (2) weeks prior to the Annual Meeting at 5:00 PM Central.
- (f) The Election Chair shall notify The AVC of all nominations regardless of acceptance or rejection.
- (g) All unaccepted nominations shall be discarded from eligibility at the close of nominations.
- (h) After the close of nominations, any member may reject a previously accepted nomination up to The Election.

Section 3. Campaign Rules

- (a) Campaign Materials shall be any material, media, or object with the purpose of supporting a member's election. In the case of a discrepancy, The Election Chair shall make the final decision on whether an object is campaign material.
- (b) A Maximum of two-hundred and fifty (\$250) shall be spent on campaign materials by everyone per election.
 - (i) No money may be spent on campaign materials on an individual's behalf.
- (c) No campaign material shall have the purpose of damaging another nominee's reputation otherwise known as "mudslinging".

Section 4. Ballots

- (a) The Election Chair shall prepare electronic ballots after the close of nominations and prior to the election.
- (b) Ballots shall be validated by the current President and Director of Quality Operations to ensure all accepted nominees are accurately listed.

Section 5. Election Procedure

- (a) The election of The Board shall be clearly stated as the last new business agenda item at the Annual Meeting.
- (b) Upon reaching the election agenda item, the Election Chair shall assume as the meeting chair for the duration of the election.
- (c) The Election Chair shall present all nominations regardless of acceptance or rejection. This is the last opportunity a member may reject their nomination.
- (d) After the presentation of nominations, The Election shall begin.
 - (i) All nominees shall have an opportunity to make a statement before voting. The duration (time limit) of the statement shall be determined and presented by The Election Chair at least one (1) general Board meeting prior to the election. During a nominee's statement, all other nominees for that position shall be removed from the meeting, or placed in a waiting room, by the President.
 - (ii) All nominees shall have an opportunity to answer questions from all members of the AVC. The duration (time limit) of the statement shall be determined and presented by The Election Chair at least one (1) general Board meeting prior to the election. During a nominee's statement, all other nominees for that position shall be removed from the meeting, or placed in a waiting room, by the President.
 - (iii) Upon the completion of all nominees' statements for a position and the return of all nominees to the meeting, the Election Chair shall distribute ballots.
 - (iv) Upon the collection of all ballots by The Election Chair, The Election Chair shall count the ballots and notify The AVC of the individual who received the majority of votes.
 - (v) Prior to notifying The AVC the ballot count shall be validated by the Director of Quality Operations to ensure an accurate count.
- (e) In the event of a tie for any position, a runoff vote shall be held by the Election Chair immediately to determine the winner of the tie. Only the names involved in the tie will be on the ballot for the contested position(s).
- (f) Upon completion of The Election, The Election Chair shall relinquish the chair of the meeting to the President. The Election is now complete.
- (g) All ballots shall be kept by The Election Chair forty-eight (48) hours after The Election or contest. After forty-eight (48) hours, the ballots are to be destroyed by The Election Chair. Upon destroying all of the ballots, The Election Chair is relinquished of all duties.
- (h) Election of Officers shall be from and by The Board in a similar procedure.
- (i) Nominations for Officers shall open and close at the first meeting of The Board immediately to follow the Annual Meeting.
- (j) Election of Officers shall be conducted in the following order: President, Vice President, Treasurer, and Secretary.

- (k) If the member who won was nominated for multiple officer positions, then the member who won shall have their name stricken from all ballots for any down position for which they were nominated as they are now ineligible.

Section 6. Contesting an Election

- (a) Any member may contest The Election up to twenty-four (24) hours after The Election on the grounds of non-conformance to any of the policies found in these Bylaws. All contests shall be submitted to the Elections Commission.
- (b) The Elections Commission shall determine if there is reasonable cause that the elections were compromised or not properly executed within seventy-two (72) hours of the complaint being submitted.
- (c) The Elections Commission may bring a motion to void any or all positions' elections to a vote to all those eligible to vote in the original election. If any positions' elections have been voided, another election shall be held at the next regularly scheduled general business meeting following the procedures for elections as outlined in these bylaws. No new nominations may be submitted. A special meeting may be called if required.

Section 7. Disqualification

- (a) The Election Chair may disqualify any nominee from The Election for non-conformance to any of the policies found in these Bylaws.
- (b) Any disqualification will disqualify a nominee for all the positions they were nominated for.
- (c) Upon disqualification, a disqualified individual's name will be stricken from all ballots.
- (d) A disqualification may be contested up to forty-eight hours (48) hours after the disqualification. All contested disqualifications shall be submitted to The Director of Quality Operations.
- (e) If a disqualification is deemed invalid, a nominee's name shall be re-added to the ballot for all positions for which they were nominated and the election shall be redone, at the next general business meeting, following the elections procedure as outlined in these Bylaws.
- (f) If a disqualification comes during the election and the individual disqualified contests the disqualification, the rest of the election shall be postponed until the next regularly scheduled general business meeting so the contested disqualification may be dealt with properly.

Article XI. – Recall

Section 1. Statement of The Board

- (a) All members of The Board shall be subject to recall as outlined in these Bylaws.

Section 2. Causes

- (a) A member of The Board shall serve at the discretion of The AVC and the President.
- (b) A member of the board may be brought up for recall for the failure to meet the duties set forth in these Bylaws.

Section 3. Scope

- (a) If a member of The Board is recalled from their duties, their removal from The Board does not constitute their removal from The AVC.

Section 4. Recall Proceeding

- (a) Any member of The Board may be brought up for recall by any member of The AVC upon the submission of a petition for recall signed by at least fifty percent (50%) of the general AVC Membership.
 - (i) This petition must clearly demonstrate reasoning for why the Board member failed to meet the responsibilities and duties as outlined in these Bylaws.
- (b) A special meeting of The AVC will be scheduled within thirty (30) days of the submission of the recall petition.
- (c) A recall hearing following the general guidelines of a membership trial shall be conducted at this meeting of the AVC.
- (d) The member of The Board will be recalled with a two-thirds (2/3) supermajority vote of The AVC in attendance at the Meeting in favor of recall.
- (e) Should the recall be confirmed, special election procedures shall immediately commence to fill the vacant position for the remainder of the original term.
- (f) The President shall notify members of The AVC of the final count on all votes of recall. Should a member of The Board be recalled it is considered binding upon notification of the final vote count.

Article XII. – Ethics and Member Conduct

Section 1. Treatment of Members

- (a) No member shall abuse the character or integrity of another at any time, specifically on the floor of The AVC.
- (b) Members shall respect one another regardless of differences in opinion.

Section 2. Integrity

- (a) No member shall perform any act that could result in the defamation of the Sigma Phi Epsilon, affiliates of The AVC, the University of Wisconsin-Platteville, or The AVC.
- (b) No member shall use their position to make decisions on behalf of The AVC unless given authority by these Bylaws.
- (c) No member shall use their position to take a stance on an issue, voice a political opinion, make an endorsement, or otherwise voice an opinion on behalf of The AVC unless given authority by these Bylaws.
- (d) No member shall use their positions for personal gain in an unethical manner and shall abstain from voting in any case involving a potential conflict of interest.
 - (i) Potential conflicts of interest include but are not limited to direct personal monetary interests not common to other members of The AVC.
 - (ii) Conflicts of interest do not pertain to elections or nominations.
- (e) No member of The AVC shall abuse AVC materials, assets, or property for personal benefit or gain.
- (f) Members of The AVC should refrain from activities disrupting or distracting other members from conducting AVC business during meetings of The AVC.

Article XIII. – Actions of the AVC

Section 1. Contracts

- (a) The Board may authorize any officer or agent to enter into any contract or execute and deliver any instrument on behalf of The AVC, and such authority may be general or confined to specific instances.

Section 2. Loans

- (a) No loans shall be contracted on behalf of The AVC, or its subsidiaries, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of The Board. Such authority may be general or confined to specific instances.

Section 3. Check and Drafts

- (a) All checks, drafts or other orders for the payment of money issued in the name of The AVC shall be signed by such Officer or Officers, agent or agents, of The AVC and in such manner as shall from time to time be determined by resolution of The Board.
 - (i) All checks, drafts, or other forms of withdrawal issued in the name of The AVC shall be void unless signed by either The AVC Treasurer or AVC President.

Article XIV. – Record of the AVC

Section 1. Definition of Records

- (a) Records of The AVC shall include but are not limited to:
 - (i) Accounting books
 - (ii) Articles of Incorporation
 - (iii) Bylaws of the Wisconsin Theta Alumni Corporation of the Sigma Phi Epsilon Fraternity
 - (iv) Owners and contributions of capital
 - (v) Tax documents and records
 - (vi) Financial documents, records, and books
 - (vii) Minutes of proceedings of the members, Board, and committees
 - (viii) Agendas of proceedings of the members, Board, and committees
 - (ix) Membership Rolls
 - (x) Contact information for all past and present residents of the Undergraduate Chapter facility.
 - (xi) Identification records for all past and present residents of the Undergraduate Chapter facility.

Section 2. Physical Storage of Records

- (a) The AVC shall keep physical copies of AVC records as needed at its principal office.
- (b) The AVC shall keep at its principal office a physical copy of the Articles of Incorporation.
- (c) Documents stored digitally need not be kept physically.

Section 3. Digital Storage of Records

- (a) The AVC shall keep a digital copy of all records of The AVC in a medium accessible to all members of The AVC.
 - (i) A medium is considered accessible to all members when it is provided by The AVC, Grand Chapter, or is free for public use/access.
 - (ii) Personal limitations, including but not limited to poor Wi-Fi or incompatible equipment does not make a medium inaccessible to a member.

Section 4. Right of Access

- (a) Every member shall have the absolute right, at any reasonable time, to inspect digitally or physically all records of The AVC, except for the personnel records of employees (if any). This inspection can be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.
- (b) The District Governor, and Grand Chapter President, at any reasonable time, can inspect digitally or physically all records of The AVC, except for the personnel records of employees (if any). This inspection may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

Article XV. – Adoption and Amendments

Section 1. Enactment

- (a) An AVC Bylaws revision shall be adopted by a two-thirds (2/3) supermajority vote of the members present at any meeting provided the appropriate procedure as outlined in these Bylaws is followed.
- (b) All adopted amendments must be furnished in writing, by the Secretary, to all members of The AVC, the Undergraduate Chapter President, District Governor, and Grand Chapter within seven (7) days of its adoption.

Section 2. Amendment Procedure

- (a) Amendments may be authored by any member of The AVC.
- (b) Amendments shall be submitted to The Board for review.
 - (i) The Board shall review the amendment at the next meeting of The Board.
 - (ii) Amendments need not be approved by The Board.
- (c) Amendments, once reviewed by The Board, shall be given to the Secretary.
- (d) Amendments shall be considered and voted on at the following scheduled AVC Meeting following its review by The Board.
 - (i) The Secretary shall furnish all members of The AVC written notice of the proposed amendment(s) not less than twenty (20) nor more than sixty (60) days before the date of the meeting at which the amendment is to be considered under new business.
 - (ii) Amendments shall be presented during the meeting by the individual who drafted them under new business.
 - (1) The individual may allow a representative to speak on their behalf, provided the representative is a member in good standing of The AVC.

Section 3. Criteria for Amendment

- (a) Grammatical or formatting corrections do not require a constitutional amendment.
 - (i) Grammatical or formatting corrections must be submitted to The Board for review.
 - (ii) The Board shall review the grammatical or formatting correction at the next meeting of The Board.
 - (iii) Should The Board find that the correction is accurate and does not in any way alter the meaning, intent, context, or otherwise of this document it shall be implemented immediately.
 - (iv) Should The Board find the correction requires a constitutional amendment, the grammatical or formatting correction shall be dismissed and resubmitted.
 - (v) After a grammatical or formatting correction is implemented, the Secretary must furnish written notice of the change and a new copy of these bylaws to all members of The AVC no later than the next AVC meeting.
- (b) Amendments brought forward for consideration must be written in the form of a Resolution.

Section 4. Documentation

- (a) All previous versions of these bylaws shall be kept in The AVC records and labeled by date.
- (b) All failed amendments shall be kept in The AVC records and labeled by author and date.
 - (i) A brief summary drafted by the secretary shall be included with the failed amendment(s) summarizing, in a neutral viewpoint, why the amendment(s) failed.

Article XVI. – Certification

Section 1. Statement of the Secretary

I hereby certify that I am the duly elected and acting Secretary of the Wisconsin Theta Alumni Corporation of the Sigma Phi Epsilon Fraternity, a Wisconsin Nonprofit Corporation, and that the foregoing Bylaws, constitute the Bylaws of said Corporation as duly adopted at a meeting of The AVC.

Date of vote: November 4, 2023

Vote: 14-0-0

Signature: _____

AVC Secretary

Amendments

AMENDMENT #:	DATE ADOPTED:	DESCRIPTION:	AUTHOR(S):
00	11-04-2023	Adoption of New Bylaws	Ubl Yerges Dye Perry Benson Nigh Quarberg