

**CONSTITUTION OF
GAMMA CHAPTER
OF THE
THETA GAMMA FRATERNITY, INCORPORATED**

Revised June 9th, 2014

Article One

Name

This corporation will be known as Gamma Chapter of the Theta Gamma Fraternity, Incorporated.

Located at 52 N. Main St. Alfred, New York 14802

Article Two

Purpose

The following are the purposes for which Gamma Chapter of the Theta Gamma Fraternity, Inc. (DBA: GTG, Inc.) has been organized:

To promote and cultivate social relations among students attending the Agricultural and Technical College of the State University of New York at Alfred, New York, and the members of Gamma Chapter of the National Society Fraternity known as Theta Gamma.

To aid them by assisting them in every way possible in their studies, work, living, and extracurricular activities.

The objectives and purposes of GTG, Inc., shall be educational, charitable, and shall control the management dealings and business of GTG Inc. The Board of Directors powers shall be limited to all of the above stated objectives. All aid and assistance given to GTG, Inc., shall be voluntary. GTG, Inc., is not organized or created, and shall not be maintained or operated, for

private gain or personal financial profit, or benefit. All of its funds and assets together with the net earnings thereof and income realized thereon shall be exclusively devoted to the educational, charitable, and management objectives and purposes herein above expressed.

No Member, Director, or Officer of GTG, Inc., or any other person shall receive or be entitled to receive under any circumstances any financial profit or benefit from the operations or liquidation thereof except as reasonable compensation for services rendered in effecting its objectives or purposes.

GTG, Inc. fully recognizes Theta Gamma Grand Council (TGGC) as the governing body for all Theta Gamma. It shall set the minimum standards for membership into Theta Gamma, along with pledging, rushing, and shall disseminate and exemplify the ideals and goals set forth by TGGC. In addition, it is the TGGC's purpose to hold each chapter of Theta Gamma accountable to these standards.

No substantial part of the activities of GTG, Inc., shall be or involve the carrying on of propaganda or otherwise attempting to influence legislation.

Article Three

Membership

Membership in GTG, Inc. shall be open to all alumni, brothers, and all duly initiated honorary members of the Gamma Chapter of Theta Gamma Fraternity. No member shall be considered in good standing unless all obligations have been fulfilled, including the payment of all dues or other assessments, unless such dues or other assessments and obligations have been waived by proper proceedings.

All faculty advisors shall become ex officio members of this association.

Article Four

Corporation Meeting

The annual corporation meeting of GTG, Inc., shall be held during the month of April or May on a consistent day within a corresponding spring alumni event. The Secretary shall notify every member in good standing at his address as it appears in the membership roll book of the time and place of such annual meeting.

Annual reports of officers and standing committees, the election of board members and officers, and any other items of business that the bylaws prescribe for the annual meeting are in order, besides the ordinary business that may come up.

The presence of not less than 10 corporation members in good standing shall constitute a quorum for the annual and any special corporation meetings and shall be necessary to conduct the business of GTG, Inc., but a lesser number may adjourn the meeting for a period of not more than two weeks from the date scheduled by this constitution, and the Secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called.

Special meetings of GTG, Inc., may be called by the President when he deems it for the best interest of GTG, Inc. Notices of such meeting shall via mail or email, notify all members at their addresses as they appear in the membership roll book at least three but not more than ten days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting, and by whom called.

At the request of three members of the Board of Directors or five members of GTG, Inc., the President shall cause a special meeting to be called; but such request must be made in writing at least fourteen days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

All meetings shall be conducted under parliamentary procedure.

Robert's Rules of Order (most current edition) to be used as reference, unless noted otherwise in the Bylaws.

Article Five

Voting

At all meetings, except for the election of officers and directors, all votes shall be viva vote, except that for election of officers ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot, the chairman of such meeting shall, immediately prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall at the conclusion of such balloting certify in writing to the chairman the results. The certified copy shall be physically affixed in the minute's book to the minutes of that meeting.

No inspector of election shall be candidate for office or shall be personally interested in the question voted upon.

Article Six

Order of Business

1. Roll Call.
2. Reading of the minutes of the preceding meeting.
3. Reports of Committees.
4. Reports of Officers.
5. Old and Unfinished Business.
6. New Business.
7. Announcements/Miscellaneous
8. Adjournments

Article Seven

Board of Directors

The business of GTG, Inc., shall be managed by a Board of Directors consisting of two Alumni, two Faculty, the President of the active chapter, one active fraternity member to be elected by the active chapter, and two at-large members, together with the officers of the corporation. At least one of the directors elected shall be a resident of the State of New York and a citizen of the United States.

The directors to be chosen for the ensuing year shall be chosen at the annual meeting of GTG, Inc., in the same manner and style as the officers of GTG, Inc. The terms of the directors will be as follows:

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|---|---------|
| President | 2 years |
| 1st Vice-President | 2 years |
| 2nd Vice-President | 1 year |
| Treasurer | 2 years |
| Member from Active Chapter | 1 year |
| Members from Alumni (2) | 2 years |
| Members from faculty/administration (2) | 2 years |
| Members at large (2) | 2 years |

To maintain continuity, 50% of the faculty, Alumni, and At-large members' terms shall expire on alternate years.

The Board of Directors shall have the control and management of the affairs and business of GTG, Inc. Six members of the Board of Directors shall constitute a quorum and meet at least bimonthly during those months in which the College is in session. All other meetings shall be considered a special meeting.

Any three members of the Board of Directors of GTG, Inc., shall be able to call a meeting by submitting a written request for a meeting with at least two weeks' notice to the Secretary of the Board who shall immediately contact the

members of the Board as to the time, day, date, place, and agenda of that meeting.

Each director shall have one vote and no vote may be cast by proxy.

The Board of Directors may make such rules and regulations covering the meetings as it may in its discretion determine necessary.

Vacancies on the said Board of Directors shall be filled by a vote of remaining members of the Board of Directors for the balance of the current term.

The President of GTG, Inc., by virtue of his office shall be Chairman of the Board of Directors. The Board of Directors shall select from one of their number a Secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests of GTG, Inc., for this hearing. When an officer of the Corporation or a member of the Board of Directors fails to attend three consecutive Board meetings, the absence deemed inexcusable by the Board of Directors, he will automatically be dismissed and notified of that dismissal by the Secretary.

Article Eight

Officers

The officers of GTG, Inc., shall be as follows:

President; 1st Vice-President; 2nd Vice-President; Secretary; Treasurer

The President shall preside at all membership meetings; shall by virtue of his office be Chairman of the Board of Directors; shall present at each annual meeting of GTG, Inc., an annual report of the work of the organization; shall appoint all committees, temporary and permanent; shall see all books, reports,

and certificates as required by law are properly kept or filed; shall be one of the officers who may sign the checks or drafts of GTG, Inc., and shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The 1st Vice-President shall in the event of the absence or inability of the President to exercise his office become acting President of the organization with all the rights, privileges, and powers as if he had been the duly elected President, for the remainder of his term. The Vice President shall by virtue of his office become Chairman of the Oversight Committee and he shall also become the Parliamentarian.

The 2nd Vice-President, who is the President of the active chapter, shall preside at any Corporation or Board of Directors' meeting in the event of the absence of both President-Chairman and 1st Vice-President.

The Secretary shall keep the minutes and records of GTG, Inc., in appropriate books; file any certificates required by any statute, federal, or state; give and serve all notices to members of the organization; be the official custodian of the records and seal of GTG, Inc.; may be one of the officers required to sign the checks and drafts of GTG, Inc.; shall present to the membership at any meetings any communications which shall be addressed to him as Secretary of GTG, Inc.; and shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary. The Secretary shall by virtue of his office be the chairman of the Alumni committee, and keep and maintain all alumni records.

The Treasurer shall have the care and custody of all monies belonging to GTG, Inc., and shall be solely responsible for such monies or securities of GTG, Inc.; shall be bonded with no exceptions; must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it; shall render at stated periods, as the Board of Directors shall determine, a written account of the finances of GTG, Inc., and such report shall be physically affixed to the minutes of the Board of Directors of such meeting; shall at the close of the fiscal year (June 30 of each year) have the books audited by the Oversight Committee. Their report shall be included with the annual statement and financial report; and shall exercise all duties incident to the office of

Treasurer. The Treasurer shall by virtue of his office become the Chairman of the Budget and Finance Committee.

Officers shall, by virtue of their office, be members of the Board of Directors.

No officer shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from GTG, Inc., for duties other than as a director or officer. Such compensation shall be approved by the Board of Directors.

Article Nine

Salaries

The Board of Directors shall hire and fix the compensation of any and all employees which they, in their discretion, may determine to be necessary in the conduct of the business of GTG, Inc.

Article Ten

Committees

All Committees of GTG, Inc., shall be appointed by the Chairman of the Board of Directors, with exception of the oversight committee, which shall be elected by members of the corporation and have a two year term. All other terms of office shall be for a period of one year or less if terminated by the action of the Chairman of the Board of Directors.

It shall be recommended that chairmen of standing committees of GTG, Inc., be appointed from among the members of the Board of Directors. The standing committees are as follows:

1. Steering Committee
2. Oversight Committee
3. Budget and Finance Committee

4. Alumni Committee
5. House Management Committee

Article Eleven

Amendments

This Constitution may be altered, amended, repealed, or added to by an affirmative vote of not less than two-thirds of the Board of Directors.

Bylaws

Article One **Standing Committees**

The following are the mission statements by which the standing committees are governed.

1. Steering Committee

Mission Statement:

It is intended that the Steering Committee utilize the experiences, expertise, and insight of key individuals committed to building and maintaining a strong fraternity corporation. The Steering Committee shall not be directly responsible for day to day management of the board. However, they shall provide guidance and support to the board members, along with providing continuity within the chapter in regards to pledging, general procedures, and finance, and strive for excellence in any future endeavors. The Steering Committee shall consist of no less than three members of the corporation in good standing.

The Purpose: To maintain all standards established by Theta Gamma Constitution and Bylaws. Give general direction to a project and connect all elements to the organization. In some cases the Steering Committee may also be responsible for obtaining required resources and monitoring progress.

The Business: When necessary, advocate for the fraternity with the college administration and/or state and local government; research the viability of all proposed projects and develop a strong partnership between members of the corporation and the active house.

The Values: The values of the Steering Committee shall remain consistent with that of Theta Gamma's mission statement.

2. Oversight Committee

Mission Statement:

The mission of the oversight committee will be to maintain the integrity of all elections, monitor all financial dealings, promote effective parliamentary procedures, be an advisor to the President in regards to compliance with the constitution and all bylaws.

The oversight committee shall be chaired by the Vice President, and be composed of five members of the Corporation in good standing, and be elected at the annual Corporation meeting. The term of the office will be two years.

Purpose: The purpose of such a committee is to monitor the organization's financial operation and catch inadequate or incompetent practice, financial errors, or unethical or illegal actions (intentional or unintentional) on the part of the director or financial staff.

Business: The duties of the committee shall include but not be limited to: The ability to view any and all corporate documents, by a specified period of time. The treasurer shall provide all statements of accounts, to the committee at the close of the fiscal year (June 30 of each year). The committee must provide an audit of all accounts to board within one month of receipt.

The committee may recommend the removal of any officer, to the board of directors, if there is just cause.

Values: To prevent unethical practices and eliminate abuse of power.

3. Budget and Finance Committee

Mission Statement:

A standing committee charged with advising the board of directors concerning the financial affairs of the corporation.

Purpose: The budget and finance committee recommends an annual budget and an outside auditor to the board; recommends financial and other policies; assesses the financial impact of all policies and actions on the corporation; undertakes appropriate projects as requested and monitors adherence to the budget. They shall support the Treasurer in developing a multi-year operating budget that includes strategic objectives.

Business: The duties of the committee shall be but not limited to:

Prepare an annual budget, monitor adherence and re-project that budget at the end of each semester. Prepare a yearly financial report for presentation to the Corporation at the annual meeting. Set long range goals along with funding strategies to achieve them.

The committee shall be chaired by the Treasurer and consist of four members of the Corporation, in good standing, to be appointed by the President of the Board.

Values: Preserve financial stability within GTG, Inc.

4. Alumni Committee

Mission Statement:

The Alumni Committee shall be charged with the task of keeping open the lines of communication with Gamma Theta Gamma's Alumni base. The Secretary by virtue of his office shall become the chairman of this committee.

Purpose: To create a general interest in the mission/purpose of Theta Gamma, and improve the overall contributions to, and participation in, the business of GTG, Inc. They shall serve to the capacity that is in the best interest of the Alumni and Active Brothers, and bring forward their concerns to the BOD.

Business: The duties of the committee shall include but not be limited to: Shall consist of three Alumni in good standing. Notify alumni of all scheduled events, by whatever forms of communication necessary (phone, mail, email, social media). Solicit Alumni for donations, and produce a tax-ID receipt.

Notify GC of any changes in the membership roll, along with informing them of any members in bad standing with Gamma Chapter.

The Alumni Committee shall assist the Secretary in keeping an up-to-date chapter database. With the help of the Active membership, publish a newsletter every semester, to be sent to all Gamma Chapter Alumni in good standing. Create a fraternal network to assist in seeking employment opportunities for Active membership after their time at Alfred State College.

With the assistance of the Active brothers, plan and organize the annual Alumni Clambake, and be encouraged to organize and host other Alumni reunions and gatherings, with the purpose and intention of fulfilling the mission of the Alumni Committee.

The committee shall consist of the Secretary and three Alumni in good standing.

Values: The Alumni Committee shall endeavor to stimulate and maintain interest in the fraternity on the part of its Alumni membership.

5. House Management Committee

Mission Statement:

The House Committee will be responsible for the safety, welfare and comfort of those members residing or guests visiting the house.

Purpose: Establishment of house policies. Develop plans and provide cost estimates to the BOD for maintaining and improving house structure, mechanical, infrastructure, common furnishings, fraternal history and grounds for current members and future enjoyment.

Business: Develop checklists and inspect house and grounds on a regular basis for deficiencies in all areas, and ensure safety and mechanical equipment has necessary periodic maintenance.

Oversight of leasing/rent collection and ensure compliance.
Continuous focus on reducing operational expenses and achieving maximum occupancy.

Values: Maintaining a cost benefit to the members of the fraternity.

ARTICLE II Meetings

The following are the guidelines and procedures by which Corporation and Board of Director meetings shall be governed.

1.) Forms

A.) GTG, Inc. shall utilize standardized documentation. Standardized forms shall be designated as GF-XXX (Gamma Form). Forms shall be numbered consecutively according to the order in which they are adopted. These forms shall be managed by the Secretary and made accessible to all members of GTG, Inc.

2.) Reports

A.) Officer and Committee Chair reports are preferred be typed and submitted via email to the Secretary at least 48 hours prior to all meetings.

B.) The Secretary shall, prior to the start of each meeting, provide printed copies of all's reports and the previous meeting's minutes for each Director.

3.) Proposals

A.) All proposals to amend the Constitution or Bylaws shall be type on "GF-101 PROPOSAL" in proper format prior to any meeting in which it is being introduced.

B.) Each proposal will be voted on using "GF-102 VOTING FORM."

C.) All proposals must be submitted to the Secretary at least 7 days prior to the meeting in which it is being introduced. The Secretary must e-mail all Board of Directors the proposal(s) within 3 days prior to meeting.

D.) Prior to the start of the meeting, the Secretary shall have a printed copy of all proposal(s) for each Board of Director.

4.) Electronic Meetings

A.) Board of Director meetings may be held either in person, through teleconference, or a combination of both. If a vote occurs, all board members using electronic means must email their vote to the Secretary at the time of the vote.