

BYLAWS
OF
[fill in name] HOUSE CORPORATION

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BY LAWS
OF
[fill in name] HOUSE CORPORATION

PREAMBLE

The purpose for which the [fill in name] House Corporation (hereinafter called Corporation) is formed is to provide safe and effective housing for the active members of the [fill in name] Chapter of Sigma Chi Fraternity located at the [name of college or university] to buy, own, hold, lease, sell, and convey such real and or personal property as may be necessary or desirable in carrying out the full purpose of the Corporation. The Corporation is organized for non-profit purposes and no profits may inure to the benefit of any member.

Article I. MEMBERSHIP

Section 1. Election of Members. A person who is an alumnus in good standing of the Sigma Chi Fraternity may become a member of the Corporation by written or oral application to the Board of Directors of the Corporation.

Section 2. Voting Rights. Each regular member shall be entitled to one (1) vote on each matter submitted to the members for a vote by the Board of Directors.

Section 3. Termination of Membership. The Board of Directors, may terminate the membership of any member for cause including, but not limited to, default in payment of dues as required herein.

Section 4. Resignation. Any member may resign by giving written or verbal notice to the Corporation Secretary. Such resignation shall not relieve the resigning member of the obligation to pay any dues, assessments, or other charges owed to the Corporation.

Section 6. Reinstatement. A former member of the Corporation may by written or verbal request to the Board of Directors be reinstated by affirmative majority vote of the Board upon such terms as the Board may deem appropriate.

Section 7. Transfer of Membership. Membership in the Corporation shall not be transferable or assignable.

Article II. MEETINGS OF MEMBERS

Section 1. Annual Meetings. The annual meeting of the Corporation shall be held on [fill in date] at the Chapter House, or such other place as the President may determine. Notice of the annual meeting shall be sent by email at least 30 days in advance of the meeting.

Section 2. Special Meetings. Special meetings of the members of the Corporation may be held at a place and time determined by the Board of Directors or the President.

Section 3. Regular Meetings will be held at a place and time determined by the Board of Directors or the President.

Section 4. Quorum. Those members present at a meeting shall constitute a quorum.

Section 5. Order of Business. The order of business at all meetings of the Corporation shall be as follows:

- (a) Reading of the Minutes
- (b) Reports of Officers
- (c) Special Reports
- (d) Unfinished Business
- (e) New Business
- (f) Good of the Order

Section 6. Manner of Acting. A majority of the votes entitled to be cast on a matter to be voted on by Corporation Members at a meeting shall be necessary for the adoption thereof unless a greater proportion is required by these Bylaws.

Section 7. Proxies. No member of the Corporation shall be entitled to vote by proxy unless otherwise provided by the Board of Directors.

Article III. BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors may:

- (a) Pay bills and disburse the funds of the Corporation.
- (b) Carry on correspondence in the name of the Corporation.
- (c) Employ agents on behalf of the Corporation.
- (d) Appoint committees composed of Members of the Corporation to perform tasks for the Corporation.
- (e) Devise and execute such other measures as it deems proper to promote the objectives of the Corporation and to protect the interests of the Members.

Section 2. Number, Term and Qualifications. The number of Directors of the Corporation shall be [fill in number: recommend odd number like 3, 5 etc.]. Each Director shall hold office until a successor has been elected according to the procedure set out in these Bylaws. To be a Director, a person must be a Member of the Corporation in good standing.

Section 3. Election. Directors shall be elected for [fill in years: recommend two-three years] terms by a vote of the Members of the Corporation at the Annual Meeting of Members. [Recommend that terms be staggered for continuity. For example, if there are five director positions, two could initially have two year terms and three could have three year terms. When the two year terms expire, those positions then have three year terms].

Section 4. Regular Meetings. Regular meetings of the Board of Directors shall be held on [fill in schedule].

Section 5. Special Meetings. Special meetings of the Board of Directors may be called by the President.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum. No business shall be transacted at a Board meeting unless a quorum is present.

Section 7. Manner of Acting. A majority vote of the Directors present at a meeting at which a quorum is present shall be sufficient to determine the manner of action by the Board, unless a greater number is required by these Bylaws.

Section 8. Vacancies. Vacancies occurring on the Board shall be filled as soon as possible by a majority vote of the remaining Directors of the Board. A Director appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office.

Section 9. Removal. A Director may be removed for cause by a majority vote of the Board of Directors.

Section 10. Compensation. No Director shall receive compensation for services to the Board of Directors.

Article IV. BOARD OFFICERS

Section 1. Term and Qualifications. The Officers of the Corporation shall be a President, Vice-President [*optional if there are only three directors*], Secretary and Treasurer. Each officer shall hold office until a successor has been elected according to the procedure set out in these Bylaws. Officers shall be chosen from among the Members of the Board of Directors.

Section 2. Officer Elections. The Officers of the Corporation shall be appointed at the first Board of Directors meeting held after the Annual Meeting of the Members of the Corporation. Officers shall be elected by a majority vote of the Board of Directors.

Section 3. President. The President shall be the principal executive officer of the Corporation and shall supervise and control all Corporation business and affairs. The President shall preside at all meetings of Corporation and the Board of Directors. The President may sign, with proper authorization from the Board of Directors, any instrument required to be executed on behalf of the Corporation.

Section 4. Vice-President. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of his office. When so acting, the Vice-President shall have all the powers and be subject to all the restrictions of the President. The Vice-President shall perform such other duties as the President or Board of Directors may assign to him.

Section 5. Secretary. The Secretary shall keep the minutes of the meetings of the Members and of the Board of Directors in a minute book, see that all notices are duly given in accordance with these Bylaws or as required by law, be custodian of the Corporation records in a register the address of each Member of the Corporation as they join the Corporation.

Section 6. Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds of the Corporation, deposit all Corporation funds in bank accounts and perform all the duties of Treasurer as may be assigned by the President or Board of Directors.

Section 7. Officer Vacancies. Vacancies shall be filled without undue delay by a majority vote of the Board of Directors. An officer elected to fill a vacancy shall be serve for the unexpired term of his predecessor in office.

Section 8. Removal from Office. Any officer may be removed with or without cause by a vote of the majority of the Board of Directors.

Section 9. Compensation. No officer shall receive compensation for services rendered to the Board of Directors.

Article V. COMMITTEES

Section 1. Committees. The President or the Board of Directors shall have the authority to appoint committees of the Corporation. The Committees shall perform such duties as the President or Board of Directors may direct.

Article VI. CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any officer or agent of the Corporation to enter into any contract or execute any instrument on behalf of the Corporation.

Section 2. Checks. All checks or payments issued in the name of the Corporation shall be signed by the President and/or Treasurer.

Section 3. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation in such banks or other depositories as the Board of Directors may select.

Section 4. Contributions, Donations, Gifts and Bequests. The Board of Directors may accept on behalf of the Corporation any contribution, donation, gift and bequest for any purpose of the Corporation.

Article VII. FISCAL YEAR

Section 1. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of [*fill in date: July 1 recommended to align with school year*] of each year.

Article VIII. BOOKS AND RECORDS

Section 1. Records and Minutes. The Treasurer shall keep correct and complete records of financial accounts. The Secretary shall keep minutes of the proceedings of the Members, Board of Directors, and committees. The Secretary shall also keep a record of the names and addresses of the Members of the Corporation entitled to vote.

Section 2. Annual Report. The President and Secretary shall file an annual report of the affairs of the Corporation with the State of [*fill in name*] each year in such manner and at such time as state laws require.

Section 3. Tax Filings. The Treasurer shall, in a timely fashion, file such tax forms as may be required by the State of [*fill in name*] and federal law.

Section 4. Right to Inspect. All books and records of the Corporation may be inspected by any Member for any proper purpose at any reasonable time.

Article IX. PROHIBITIONS

Section 1. Distribution of Income. No part of the income or profits of the Corporation. shall be distributed to or shall inure to Corporation Members, Directors, or officers.

Article X. STANDARD OPERATING PROCEDURES

Section 1. Standard Operating Procedures. The Board of Directors may establish and enforce any Standard Operating Procedures deemed necessary.

Article XI. WAIVER OF NOTICE

Section 1. Waiver of Notice. Whenever any notice is required under the (*name of State*) Nonprofit Corporation Act or these Bylaws, a waiver thereof in writing signed by the persons entitled to the notice at any time shall be equivalent to giving such notice.

Article XII. AMENDMENTS

Section 1. Amendments. These Bylaws may be amended or repealed by a majority vote of (*choose one: the members at the Annual Meeting or the Board of Directors at any board meeting*). Notification of proposed amendments must be presented to the membership (*or Board of Directors*) at least 30 days in advance of the Annual Meeting.

Adopted: [*fill in date*]

President

Witnessed By:

Secretary