

MEMORANDUM

TO: Chapters
Petitioning Groups
Alumni Associations
Sectional Chairs
Operations Council
National Board of Directors
Past National Presidents
Life Members of the Board

FROM: Bob London, National Executive Director

RE: 2021 Virtual National Virtual Convention – Final Proposed Amendments & Resolutions

Included for your review are the final amendments to the Fraternity's Articles of Incorporation, National Bylaws, Standard Chapter Articles of Association, Rituals, Insignia, Fraternity Operations & Policy Manual, and/or the Toast Song to go before the 47th National Convention Reference Committees. This file includes proposed items reflective of edits, changes and withdrawals made by the original submitter.

PROPOSED AMENDMENT – 45th NATIONAL CONVENTION

Material removed is denoted in ~~strike through~~ Material added is denoted in **bold**

Note: To be used only for AMENDMENTS to the Articles of Incorporation, National Bylaws, Chapter Articles of Association, Fraternity Operations & Policy Manual, Rituals, Ceremonies, Insignia, and Toast Song.

1 Amendment to the National Bylaws
2 Article IV. National Conventions
3 Section 7. Time and Place

PRESENT LANGUAGE

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7 SECTION 7. Time and Place. The National
8 Convention shall be held biennially in odd
9 numbered years. The time and place for each
10 convention shall be selected by the Board of
11 Directors and subsequently ratified by the
12 delegates in accordance with the rotation
13 schedule contained in the Fraternity Operations
14 and Policy Manual based on recommendations
15 presented by a convention site committee.
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19 The committee shall consist of two student
20 members from each convention district, each
21 student from a different region, as well as one
22 alumni member from each convention district.
23 Committee members shall be recommended by
24 the regional chairs and approved by the
25 national president.
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27 The committee shall be guided by National
28 Office staff. The time and place for each
29 National Convention shall be announced at
least 4 years in advance.

PROPOSED LANGUAGE

SECTION 7. Time and Place. The National
Convention shall be held biennially in odd
numbered years **unless cancelled or
rescheduled by a unanimous vote of the
National Board of Directors**. The time and
place for each convention shall be selected by
the Board of Directors and subsequently
ratified by the delegates in accordance with the
rotation schedule contained in the Fraternity
Operations and Policy Manual based on
recommendations presented by a convention
site committee.

The committee shall consist of two student
members from each convention district, each
student from a different region, as well as one
alumni member from each convention district.
Committee members shall be recommended by
the regional chairs and approved by the
national president.
The committee shall be guided by National
Office staff. The time and place for each
National Convention shall be announced at
least 4 years in advance.

PURPOSE: To allow changes to be made in the case of emergency or crisis situations

RATIONALE: Our current language does not allow for changes to Time and Place in an emergency. This will allow the National Board to reschedule or cancel the National Convention due to a pandemic or other crisis.

SUBMITTED BY: National Board of Directors

PROPOSED AMENDMENT – 47th NATIONAL CONVENTION

Material removed is denoted in ~~strike through~~ Material added is denoted in **bold**

Note: To be used only for AMENDMENTS to the Articles of Incorporation, National Bylaws, Chapter Articles of Association, Fraternity Operations & Policy Manual, Rituals, Ceremonies, Insignia, and Toast Song.

1 Amendment to the National Bylaws
2 Article VI. National Board of Directors
3 Section 5. Board Meetings

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PRESENT LANGUAGE

SECTION 5. BOARD MEETINGS. The National Board of Directors shall meet at least once each calendar year. Special meetings may be called by the Executive Committee of the National Board of Directors or by petition of a majority of the elected members of the National Board of Directors. The time and place of all regularly scheduled Board meetings shall be determined by the National Board of Directors. Regular and special meetings of the National Board of Directors may take place in person or by teleconference. A meeting by teleconference does not preclude the National Board of Directors from taking any action that could take if the meeting had been in person. Notice for regular meetings of the National Board of Directors must be provided no later than thirty (30) days prior to the meeting. Notice for special meetings of the National Board of Directors must be provided no later than thirty (30) days prior to the meeting if the Board is meeting in person, or forty-eight (48) hours prior to the meeting if the Board is meeting by teleconference. The notice for special meetings of the National Board of Directors must include the items to be considered at that meeting, and no action may be taken on any item other than those which appear in the meeting's notice. A quorum at all Board meetings shall consist of a majority of the voting members of the National Board of Directors. All action taken by the Board shall be reported to the chapters electronically within thirty (30) days and in the next edition of the *Torch & Trefoil*.

PROPOSED LANGUAGE

SECTION 5. BOARD MEETINGS. The National Board of Directors shall meet at least once each calendar year. Special meetings may be called by the **National President, the** Executive Committee of the National Board of Directors or by petition of a majority of the elected members of the National Board of Directors. The time and place of all regularly scheduled Board meetings shall be determined by the National Board of Directors. Regular and special meetings of the National Board of Directors may take place in person or by teleconference. A meeting by teleconference does not preclude the National Board of Directors from taking any action that could take if the meeting had been in person. Notice for regular meetings of the National Board of Directors must be provided no later than thirty (30) days prior to the meeting. Notice for special meetings of the National Board of Directors must be provided no later than thirty (30) days prior to the meeting if the Board is meeting in person, or forty-eight (48) hours prior to the meeting if the Board is meeting by teleconference. The notice for special meetings of the National Board of Directors must include the items to be considered at that meeting, and no action may be taken on any item other than those which appear in the meeting's notice. A quorum at all Board meetings shall consist of a majority of the voting members of the National Board of Directors. All action taken by the Board shall be reported to the chapters electronically within thirty (30) days and in the next edition of the *Torch & Trefoil*.

PURPOSE: To make calling a special meeting of the National Board easier.

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44 RATIONALE: Both existing ways to call a special Board meeting are time consuming, by adding the National
45 President, the special meetings can be called quicker. It is imperative to be nimble in time of disruptions to the
46 normal course of business.

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48 SUBMITTED BY: National Board of Directors

PROPOSED AMENDMENT – 47th NATIONAL CONVENTION

Material removed is denoted in ~~strike through~~ Material added is denoted in **bold**

Note: To be used only for AMENDMENTS to the Articles of Incorporation, National Bylaws, Chapter Articles of Association, Fraternity Operations & Policy Manual, Rituals, Ceremonies, Insignia, and Toast Song.

1 Amendment to the **National Bylaws**
2 Article **VI – National Board of Directors**
3 Section **2. Members of the National Board of Directors**

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PRESENT LANGUAGE

National Board of Directors shall consist of the following elected members: National President, National Vice President, four district representatives, five members-at large (two of whom are elected by the National Board of Directors), and the following ex-officio members: National Executive Director, the National Legal Counsel, the Immediate Past National President, and one other Past National President chosen by the remaining Past Presidents. The ex-officio members shall also serve as advisors to the Board and assume responsibility for special assignments on appointment by the National President. Each member of the Board shall have one vote at meetings of the National Board of Directors, except for the National Executive Director and the National Legal Counsel, who shall be non-voting members. With the exception of voting, non-voting members of the National Board of Directors shall have the same rights as the voting members.

PROPOSED LANGUAGE

National Board of Directors shall consist of the following elected members: National President, National Vice President, four district representatives, and five members-at large (two of whom are elected by the National Board of Directors), and the following ex-officio members: National Executive Director, the National Legal Counsel, the Immediate Past National President, one other Past National President chosen by the remaining Past Presidents, **one Regional Chair chosen by the Regional Chairs, and one Program Chair chosen by the Program Chairs.** The ex-officio members shall also serve as advisors to the Board and assume responsibility for special assignments on appointment by the National President. Each member of the Board shall have one vote at meetings of the National Board of Directors, except for the National Executive Director, **the Regional Chair representative, the Program Chair representative,** and the National Legal Counsel, who shall be non-voting members. With the exception of voting, non-voting members of the National Board of Directors shall have the same rights as the voting members.

32 **PURPOSE:** Adding one Regional Chair and one Program Chair as non-voting members of the National Board
33 of Directors.

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35 **RATIONALE:** The reorganization of the national leadership structure of the fraternity that went into effect in
36 2016 removed the roles of Regional Director and Program Director from the National Board of Directors,
37 renamed those roles to Regional Chair and Program Chair, and placed them on a new body called the
38 National Operations Council. A large portion of the rationale for this decision was that by removing these roles
39 made it so the Regional and Program officers could then focus on managing their respective regions and
40 program areas while not having to hold dual responsibility for the strategic operation of the fraternity, and the
41 National Board of Directors could focus on the strategic and long-range planning for the fraternity.
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43 While this did indeed streamline the operation of the Board and allow them to have that focus, it has created a
44 very noticeable gap in organizational communication and understanding between the strategic and operational
45 missions of the fraternity in. There is significant value to the entire fraternity when those who directly work with
46 our students, chapters, and programs have a seat at the table when decisions that directly impact how the
47 fraternity will operate are made. In the current structure, the only conduit between the National Board and the
48 Operations Council and ensuring proper flow of information between the entities are the National President
49 and the National Vice-President. These two officers have an enormous job already balancing their
50 commitment to both the strategic and operational sides of the fraternity leadership, and while we have been
51 blessed to have very dedicated individuals serving in these roles, there is room for improvement that would
52 better support the continued success of our fraternity.

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54 However, it is equally important that the National Board of Directors be able to function strategically and
55 adding all 18 Regional Chairs and 9 Program Chairs would return the board to being a body that is unwieldy
56 and unable to effectively work as it has been. Additionally, not all Regional or Program Chairs desire
57 membership on the national board, which carries fiduciary responsibility and personal financial commitment
58 that is not necessary for being able to effectively do the jobs of Regional or Program Chairs.

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60 Additionally, there is a need to ensure we are building and cultivating our leadership pipeline. In the current
61 overall leadership structure of the fraternity, there are experience and advancement opportunities to grow from
62 being a pledge member all the way through to a member of the National Operations Council as a Regional or
63 Program Chair. However, the opportunities for experience within the fraternity that would develop future board
64 members are very few and far between. While advancement through the fraternity should not be the only way
65 to gain experience for membership on the national board, the opportunity should exist. By adding these two
66 non-voting members, we are creating an environment where there is a clear opportunity to develop from
67 Pledge Member to National President.

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69 After five years of fraternity governance in the current leadership structure, it is time to make some
70 adjustments to work with the reality on the ground. This amendment seeks to restore some of the
71 communication balance and operational understanding to the National Board as well as increase our
72 leadership pipeline by granting the Regional and Program Chairs a voice and insight into in the governance of
73 the fraternity through two non-voting members. By adding one Regional Chair and one Program Chair as non-
74 voting members to the National Board of Directors, it ensures that the voices of these constituent groups are
75 appropriately considered when the board is making decisions that directly impact the operational focus of the
76 fraternity.

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78 SUBMITTED BY:
79 Colin Rice; Region A Chair
80 Susan Taylor; Region B Chair
81 Heather Lehman, Region C Chair
82 James Busby; Region D Chair
83 Justin M. Martin; Region F Chair
84 Michael DeLuka; Region G Chair
85 Brittney Ramsey; Region H Chair
86 Laura Fowler; Region J Chair
87 Jennifer R. Headman, PhD; Region L Chair
88 James Kolling; Region M Chair
89 Diane Trafon, Region N Chair
90 Jessica Lane, Region O Chair
91 Paul Galuskin; Region P Chair
92 Aaron Knight; Region Q Chair
93 Autumn Paro; Region R Chair
94 Michael Haber; Advisor Relations Program Chair
95 Wendy Kane; Alumni Relations Program Chair
96 Candice Solomon-Strutz; Diversity, Equity, and Inclusion Program Chair
97 Ping Huang; International Relations Program Chair

PROPOSED RESOLUTION – 47th NATIONAL CONVENTION

Note: To be used only for resolutions, directives, and other items which are *not* amendments as defined in Article XIII of the National Bylaws.

PROPOSED LANGUAGE

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Add an illustration of material and personnel placement at the end of each section for the arrangement of a ceremony listed in the ritual book.

PURPOSE: Provide a visual aid for setting up a ceremony.

RATIONALE: Visual aids, in addition to the text, will improve accuracy and make brothers more confident in conducting a ceremony.

SUBMITTED BY: Kaelen White | Scouting Advisor (Alpha Theta Mu)

PROPOSED RESOLUTION – 47th NATIONAL CONVENTION

Note: To be used only for resolutions, directives, and other items which are *not* amendments as defined in Article XIII of the National Bylaws.

PROPOSED LANGUAGE

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Edit the script in the online resources, for ceremonies, so that it accurately matches what is in the Fraternity Ritual book.

PURPOSE: Promote uniformity across fraternity resources.

RATIONALE: When performing a virtual ceremony, the script should be the same whether you are reading from the online material or the ritual book.

SUBMITTED BY: Kaelen White | Scouting Advisor (Alpha Theta Mu)

PROPOSED RESOLUTION – 47th NATIONAL CONVENTION

Note: To be used only for resolutions, directives, and other items which are *not* amendments as defined in Article XIII of the National Bylaws.

PROPOSED LANGUAGE

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Propose the National Service Week theme to be Financial Literacy. For the 2022-2023 school year, focus on financial literacy of fellow college student on campus. For the 2023-2034 school year, focus on the financial literacy of community members.

PURPOSE: To enrich and educate fellow students and community members on financial items that effect their everyday lives.

RATIONALE: Financial literacy is not widely taught in high school or college classes. Often people rationalize that “I am bad at math, so I can’t understand that.” And brush items like interest rates aside. Financial items effect all citizens, and assisting other as well as themselves to increase their knowledge of these items will change their life and others.

SUBMITTED BY: Heather Lehman, Region C Chair & Autumn Paro, Region R Chair