

# **BYLAWS OF ALPHA SIGMA NU**

## **Article 1 – Name**

The name of this organization shall be Alpha Sigma Nu, Incorporated (hereinafter referred to as “the Society”). The Society is the Honor Society of Jesuit institutions of higher education.

## **Article 2 – Purpose**

The Society’s purpose shall be to honor students of Jesuit institutions of higher education who distinguish themselves in scholarship, loyalty and service; to honor persons who may or may not be Alumni of Jesuit institutions of higher education but who nonetheless have distinguished themselves in scholarship, loyalty and service in their intellectual, civic, religious, professional or commercial pursuits; to band together and to encourage those so honored to understand, to appreciate and to promote the ideals of Jesuit education; to encourage the establishment and proper functioning of Chapters in accredited Jesuit institutions of higher education; and to encourage the establishment and proper functioning of Alumni Clubs.

## **Article 3 – Members**

### **Section 3.1 Qualifications**

Qualifications for membership shall be based on scholarship, loyalty and service in the institution or community.

Scholarship means one meets the scholastic eligibility requirements set forth in Sections 3.3 and 3.4.

Loyalty means a demonstrated commitment to Jesuit ideals of higher education -- intellectual, moral, social and religious.

Service means a proven concern for others demonstrated by activities in support of the institution or the community.

### **Section 3.2 Membership**

Membership shall be attained by one of two methods: Nominations by Chapters of (1) Students attending an accredited Jesuit institution of higher education, or (2) Individuals who qualify as honorary members.

## **Section 3.3 Nominations for Induction**

**3.3.1 General Nomination Provisions:** Student members shall be enrolled in undergraduate or graduate programs in a Jesuit institution at the time of their induction into the Chapter. Undergraduate students from the junior and senior classes are eligible for nomination to the Society. They shall be nominated for induction according to procedures determined by each Chapter, subject to the requirements of this Sub-section and Sub-sections 3.3.2 and 3.3.3. Graduate students shall be nominated for induction according to the procedures set forth in this Sub-section and Sub-sections 3.3.4 and 3.3.5. Honorary members shall be nominated for induction according to the procedures set forth in Section 3.4. The President of the institution must approve the list of nominees, and upon the President's approval, the nominees shall be deemed candidates for induction into the Society. In addition, each year the institution's President is accorded the privilege of selecting up to three (3) additional candidates who meet the respective requirements in Sub-sections 3.3.2 and 3.3.4. Candidates shall become members of the Society upon induction according to Section 3.7.

Total student enrollment, where relevant, shall mean the sum of (a) of full-time students attending the institution, plus (b) the full-time equivalent of part-time students attending the institution.

**3.3.2 Requirements for Undergraduate Nomination:** Students nominated for membership in the Society must have a scholastic rank in the top fifteen (15%) percent of their class, and have distinguished themselves in displaying qualities of loyalty and service as defined in Section 3.1. In addition to achieving junior or senior standing, undergraduate transfer students shall have completed not fewer than one and one-half (1-1/2) semesters at a Jesuit institution by the time of their nomination. In addition to achieving junior or senior standing, part-time undergraduate students shall have completed at least one-half (1/2) of their degree program by the time of their nomination.

Where the institution has separate colleges, schools, or academic units (e.g., Arts & Sciences, Nursing, Business, etc.), the top 15% percent of students in each such college, school or academic unit is eligible for nomination. At the institutions where there are no such academic divisions, the 15% threshold should be understood to apply to the junior or senior class as a whole.

**3.3.3 Undergraduate Nomination Procedure:** The Student Chapter may recommend

those students eligible under Section 3.3.2 and selected from the junior and senior classes for nomination to the Society. The list of nominees is submitted to the dean of each college, school or academic unit in the Jesuit institution with undergraduate students. The dean may delete any name from the list if he or she believes that the candidate is not qualified for membership. The dean may recommend additional nominees subject to Chapter approval. The Chapter will forward the final list of nominees to the institution's President for approval.

The maximum number of undergraduate nominees that a Chapter may nominate in a single scholastic year shall be equal to or fewer than the sum of (a) four (4%) percent of the full-time enrollment of the junior class, plus (b) four (4%) of the enrollment of the senior class.

**3.3.4 Requirements for Graduate Nomination:** Graduate students ranked scholastically in the top fifteen (15%) percent of their college, school, program or department, who have distinguished themselves in displaying qualities of loyalty and service as defined in Section 3.1, may be nominated for membership to the Society. Graduate student nominees shall have completed not fewer than one-half (1/2) of the credit requirements for their graduate degree at a Jesuit institution at the time of their nomination.

**3.3.5 Graduate Nomination Procedure:** The Chapter shall cause the list of scholastically eligible graduate students in each graduate school, program or department, as the case may be, to be forwarded to the graduate school dean or department chair, who shall select from the list those students he or she believes are qualified to be nominees. The resulting list shall then be forwarded to the Chapter for inclusion in the final list. The Chapter will forward the final list of nominees to the institution's President for approval. No more than four percent (4%) of the total enrollment of a given graduate program or department may be nominated in any single academic year.

**3.3.6 Exceptions:** Upon petition from a Chapter's Faculty Adviser, the Board of Directors may approve temporary exceptions to the foregoing requirements and procedures.

### **Section 3.4 Nomination of Honorary Members**

A Chapter may nominate for honorary membership alumni of its own institution, alumni of another Jesuit institution of higher education, or other persons who have distinguished themselves in scholarship, loyalty and service, as defined in Section 3.1, in intellectual, civic, religious, or professional pursuits.

The Board of Directors may recommend qualified persons to a Chapter for its nomination to honorary membership.

All Chapter nominations for honorary membership under this section must be approved by the President of the Chapter's institution. No Chapter may induct more than a combined total of five (5) honorary nominations each year.

### **Section 3.5 Ex-Officio Members**

The President, Chief Academic Officer, Chief Mission Officer and the Faculty Adviser of the institution having an Alpha Sigma Nu Chapter are, by reason of their office, eligible to be active members of this Society with all rights and privileges pertaining thereto. Keys and certificates for these individuals may be awarded by the Board of Directors upon petition by the Chapter.

### **Section 3.6 Equal Opportunity Statement**

Alpha Sigma Nu is committed to equal opportunity for all qualified candidates in light of criteria established above.

### **Section 3.7 Induction and Pledge**

Each member shall be inducted in accordance with the procedures applicable at the time of induction, and shall take the following pledge:

As a member of Alpha Sigma Nu, I promise to do everything in my power

To carry out the ideals of Scholarship, Loyalty and Service.

I promise to be committed to intellectual integrity and the pursuit of wisdom.

I promise to be loyal to the moral, social, and religious ideals of my education.

I promise to be genuinely committed to the well-being of others and active in serving them.

I will do all this in light of the Jesuit concern for the greater honor and glory of God.

### **Section 3.8 Privileges of Membership**

Names of those nominated for student or honorary memberships shall be submitted to the Executive Director for inscription on the Society's records and for the proper issuance of keys and certificates.

So long as they remain in good standing, all members who have been initiated into Alpha Sigma Nu or Gamma Pi Epsilon (the former national society for women in Jesuit colleges and universities) enjoy lifetime membership in the Society and may participate in the activities of any

Alumni Club.

### **Section 3.9 Induction Fee**

The current induction fee, as established by the Board, shall be charged for each new member payable by the Chapter to the Central Office in advance of the induction ceremony. The fee shall be reviewed each year by the Treasurer.

## **Article 4 - Board Of Directors**

### **Section 4.1 Composition**

The Board of Directors shall consist of thirteen (13) members, two (2) student members, and eleven (11) other members. Each Triennial Conference shall elect six (6) Directors, comprised of two (2) students for a term of three (3) years each, and four (4) other members for a term of six (6) years each. The student members of the Board elected by the Triennial Conference shall be student members of the Society at the time of the Triennial Conference at which they are elected to the Board.

At a Board of Directors meeting set for the midpoint between Triennial Conferences, the Board of Directors shall elect three (3) non-student members to the Board of Directors for a term of (6) years each.

A Faculty Adviser and an Alumni Adviser, appointed by the Board, shall serve as ex-officio members without vote.

### **Section 4.2 General Powers**

Between sessions of the Triennial Conferences, the Board of Directors shall exercise the legislative, executive and judicial powers of the Society as follows.

The Society's property, business and educational affairs and policies shall be under the control of a Board of Directors which shall have and may exercise, subject to law and to these Bylaws of the Society, all of the powers of the Society and its members.

Without limiting the generality of the foregoing, the Board of Directors shall have general supervision and control of the Society's property, business and fiscal affairs, including the adoption of a budget; shall cause the Society's financial reports to be examined annually and, at the time, shall determine what level of examination is appropriate; shall make and control the sale and purchase of land or buildings for the Society's use, including additional construction

or renovation of existing buildings; shall oversee the promotion of major fund raising efforts; shall determine qualifications and all rules pertaining to membership, as well as qualifications and all rules pertaining to Chapters and Clubs; shall govern the fixing of all fees and charges; the acceptance of gifts or grants, with or without restrictions therein; and shall supervise and control all other acts and functions which are not inconsistent with the laws governing these Bylaws and the Society's general operations.

### **Section 4.3 Nominations**

In advance of the Triennial Conference, the Board President shall appoint a Nominating Committee comprised of a subset of members of the Board of Directors for the purposes set forth in Section 7.6. At least sixty (60) days before the Triennial Conference, the Secretary shall notify each Chapter and Club of their privilege to submit nominations for the four (4) non-student Board positions that will be considered by the Nominating Committee and for the two (2) student nominations to the Board to be elected at the Conference. Nominations shall be made by forwarding to the Secretary a detailed biography of the nominee.

On acceptance of the Nominating Committee's nominations for the four (4) non-student Board positions, the Board shall circulate the slate of nominees to the official delegates of all Chapters and Clubs no fewer than thirty (30) days before the Triennial Conference. This Bylaw provision is not intended to restrict the list of candidates available for service on the Board to official Triennial Conference delegates or those previously recommended by the Nominating Committee or one of the local Chapters or Clubs, as herein provided.

Nominations other than those submitted in accordance with the above shall be by written petition bearing the names of at least six (6) official delegates from at least three (3) different Chapters and Clubs. Biographical information shall be included with the nominating petition and shall be made available to Triennial Conference delegates prior to the election.

In advance of the Board of Directors meeting set for the midpoint between Triennial Conferences, the President shall ask the Nominating Committee to submit for the Board's consideration nominations for the three (3) non-student member Board positions that will be filled by Board vote at the meeting.

### **Section 4.4 Qualifications for Nomination**

Nominees for the Board must be members of the Society and reflect its geographical distribution.

A student member who is from the same Chapter of initiation as one (1) of the other Board members may be elected to the Board, but the two (2) student members may not be from the same Chapter.

#### **Section 4.5 Elections**

The President shall preside at the election at the Triennial Conference and may appoint assistants as necessary. Nominees receiving the largest number of votes shall be elected.

The President shall preside at the election of the three members elected by the Board of Directors and may appoint assistants as necessary. The three nominees receiving the largest number of votes of the Board of Directors shall be elected.

The ballot of an official delegate at the Triennial Conference shall be declared void if it fails to list the minimum required number of candidates or if it contains a vote for a person not nominated.

All balloting for members of the Board both at the Triennial Conference and the Board election shall be secret. The Secretary shall be responsible to ensure that ballots are cast only by official delegates.

#### **Section 4.6 Term of Office**

Those Directors who are not student members at the time of election shall serve a term of six (6) years or until a successor is elected. A Director who is a student member at the time of election shall serve a term of three (3) years or until a successor is elected.

For those elected at the Triennial Conference, the term of office shall begin at the close of the Conference at which they are elected.

For those members elected by the Board, their terms shall begin immediately after the election.

Notwithstanding any provision concerning term or term limits, a Board member shall serve until a successor is elected. No voting Director shall serve consecutive terms. All Directors shall serve without compensation.

#### **Section 4.7 Vacancies**

The existence of any vacancy or vacancies in the membership of the Board shall not affect the power or authority of the Board members then in office to take any corporate action.

Between Triennial Conferences the Board of Directors shall be empowered to fill all

vacancies on the Board by election.

#### **Section 4.8 Resignations**

Any Board member may resign membership at any time by giving a written notice of his or her resignation to the Board of Directors in care of the President or Secretary.

#### **Section 4.9 Removals**

Any Board member may be removed for cause by a two-thirds (2/3) vote of the Board of Directors.

Sufficient cause for removal may be violation of the Bylaws or other conduct deemed by the Board to be prejudicial to the best interests of the Society.

#### **Section 4.10 Regular Meetings**

Regular meetings of the Board of Directors shall be held at such time and place as may be fixed, from time to time, by resolution of the Board, provided, however, the Board shall meet at the time of the Triennial Conference.

#### **Section 4.11 Special Meetings**

Special meetings of the Board of Directors may be called by the President or by written request of two-thirds (2/3) of the Directors. Notice shall be given as provided in Section 4.12 except for meetings which may be called during a Triennial Conference. Business shall be limited to that which is stated in the call.

#### **Section 4.12 Notice of Meetings**

It shall be deemed sufficient notice to a Board member if written notice of a meeting is sent and received at least forty-eight (48) hours before the meeting, addressed to Board members at the usual or last known business or residence address, including email address, or is delivered to the Board member in person at least forty-eight (48) hours before the meeting.

#### **Section 4.13 Quorum and Manner of Acting**

Except as otherwise specifically required by law or these Bylaws, a majority of the



Directors then in office shall constitute a quorum for the transaction of business at any regular or special meeting of the Board of Directors. At any meeting at which a quorum is present, a majority vote of the Directors present and voting shall be sufficient to authorize any corporate action.

Directors shall be deemed to be present at a meeting if a telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

A majority of the Directors present at any such meeting, although less than a quorum, may adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum is present. At the reconvened adjourned meeting, if a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally called.

Any action required or permitted to be taken at any meeting of the Board or any committee thereof may be taken without a meeting, if, prior to such action all of the members of the Board or such committee, as the case may be, shall consent thereto in writing, and such consent or consents are filed with the minutes of the proceedings of such Board or committee.

#### **Section 4.14 Waivers of Notice**

Whenever any notice is required to be given under the provisions of law or of these Bylaws, such notice or a waiver thereof by those not present and entitled to attend and vote at any meeting may be given by telegram, electronic mail, cablegram, fax or other writing.

### **Article 5 – Officers**

#### **Section 5.1 Duties**

The Officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Society.

#### **Section 5.2 Titles**

At the first organizational meeting immediately following elections to the Board, the Board shall elect from its membership a President, Vice President, Secretary and Treasurer as Officers of the Society. The offices of the President and Vice President shall not be held by the

same person.

### **Section 5.3 President**

The President shall be the Society's Chief Executive Officer and shall preside at the Triennial Conference and at meetings of the Board of Directors and of the Executive Committee and shall perform such other duties and have such other powers as may be delegated, from time to time, by these Bylaws or by the Board.

### **Section 5.4 Vice President**

The Vice President shall assist the President and perform duties of the President in the event of the President's absence or disability. In the event neither the President nor Vice President is available, the Board shall designate another Board member to perform the duties of the President.

### **Section 5.5 Secretary**

The Secretary shall attend all Board meetings and act as clerk thereof and shall record or cause to be recorded all votes and minutes of all Board proceedings in books to be kept for that purpose, which books shall be open at all reasonable times for the inspection of Board members. The Secretary shall also keep or cause to be kept records which shall contain a complete list of all Board members and committee members and their residence and business addresses. The Secretary shall give or cause to be given such notices as may be required by law or these Bylaws and shall perform such other duties and have such other powers as may be delegated, from time to time, by law, by these Bylaws, by the Board or by the President.

### **Section 5.6 Treasurer**

The Treasurer shall be the Society's Chief Financial Officer and shall, subject to the control and discretion of the Board or the President, have general charge of the financial affairs of the Society and the care and custody and disbursement of its funds and securities. The Treasurer shall deposit or cause to be deposited all funds and securities of the Society to the credit or in the name of the Society in such banks, trust companies or other depositories as may be selected in accordance with the provisions of these Bylaws. The Treasurer shall disburse or cause the disbursement of the Society's funds under the general control of the Board or the President based upon proper vouchers for such disbursement. The Treasurer shall keep or cause to be kept accurate books of account available at all reasonable times for inspection by any Board member and shall furnish such financial statements and render such accounting of his or

her transactions as Treasurer as, from time to time, may be required by the President or the Board. With the Society's other designated officers, the Treasurer shall sign such notes, bonds, other evidences of property or indebtedness or other documents requiring the Treasurer's signature as shall be necessary to safeguard the Society's assets and execute its business. The Treasurer shall also perform such other duties and have such other powers as may be delegated, from time to time, by the Board or the President.

#### **Section 5.7 Board Faculty Adviser**

The Board Faculty Adviser shall be a Jesuit priest appointed by the Board and associated with the work of higher education. He shall serve as special counsel to Board members, officers and members of the Society. The duties of the Board Faculty Adviser are to assure that the Society's goals and criteria of scholarship, loyalty and service are adhered to in all organizational endeavors. He will encourage an exchange of information among local Chapter Faculty Advisers regarding projects, as well as the induction process, and serve as a resource for information relating to Jesuit ideals of education. He will celebrate the Eucharist monthly for the intention of the deceased members of the Society.

#### **Section 5.8 Alumni Adviser**

An Alumni Adviser to Alumni Clubs will be appointed by the Board. The Alumni Adviser shall assure that the Society's goals and criteria are adhered to in all club organizational endeavors. The Alumni Adviser will be the liaison and resource for information among the Central Office, the Alumni Clubs and the Board.

#### **Section 5.9 Terms**

All Officers shall continue in office until their successors are elected. All Officers serve without compensation. For board officers elected/appointed at meetings other than the Triennial, the Board shall have the discretion to extend the final term of any such officer in order to permit that officer to continue serving until the Triennial Conference occurring immediately after that officer's term would otherwise have expired.

### **Article 6 - Executive Committee**

#### **Section 6.1 Members**

The Executive Committee shall consist of the President, Vice President, Secretary and Treasurer. The Executive Director and the Advisers shall be ex-officio members without vote.

## **Section 6.2 Powers**

The Executive Committee shall be responsible to the Board of Directors. Between meetings of the Board, the Executive Committee shall have all the powers and duties of the Board except that the Committee shall not have the power to approve or authorize any change in the Bylaws, to effect any major change in the Society's operations, to authorize the sale, conveyance, mortgage or encumbrance of all or any substantial part of the Society's assets, or to take any action specifically entrusted to the full Board by the provisions of these Bylaws. The Board of Directors shall have the power to rescind any vote or resolution of the Executive Committee, but no such rescission shall have retroactive effect with respect to the action which shall previously have been taken in reliance thereon.

## **Section 6.3 Meetings and Quorum**

Meetings of the Executive Committee may be called at any time by the President and may be held without notice whenever and wherever a majority of the Committee is assembled provided all members of the Executive Committee are notified in writing of the action taken at the meeting within forty-eight (48) hours thereof and no written objection is filed with the President within forty-eight (48) hours thereafter.

A majority of the members of the Committee shall constitute a quorum for the transaction of business and, at any meeting at which a quorum is present, a majority of those present and voting shall determine all matters brought before the meeting.

Executive Committee members shall be deemed to be present at the meeting if a telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used. A majority of the members present at any such meeting may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present. At such an adjourned meeting when reconvened, at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally called. Any action required or permitted to be taken at any meeting of the Board or any committee thereof may be taken without a meeting, if, prior to such action all of the members of the Committee shall consent thereto in writing, and such consent or consents are filed with the minutes of the proceedings of such Committee.

## **Section 6.4 Minutes and Reports**

Minutes of all proceedings of the Executive Committee shall be maintained and copies

thereof shall be promptly distributed to each member of the Board of Directors after such minutes have been approved by the President. At each and every meeting of the Board of Directors, the proceedings and actions taken by the Committee since the last meeting of the Board shall be reviewed and considered by the Board.

## **Article 7 - Committees of the Board**

### **Section 7.1 Standing and Special Committees**

The Board may create and establish standing and special committees to manage the Society's affairs. The Board, in its discretion, at any time may discontinue any such committees. The Chairs and members shall be appointed by the President unless stipulated otherwise elsewhere in these Bylaws.

### **Section 7.2 Executive Committee**

The Executive Committee shall have the duties described in Article 6.

### **Section 7.3 Bylaws Committee**

The Bylaws Committee shall study issues referred to it by the Board of Directors or the Executive Committee and any proposed amendments submitted by individual members or committees and prepare appropriate amendments for consideration by the Executive Committee and the Board.

### **Section 7.4 Investment Committee**

The Investment Committee shall advise the Treasurer on management of all funds. The Investment Committee shall consist of the Treasurer and four (4) members appointed after the conclusion of the Triennial Conference for renewable three-year terms. Investment Committee members will include at least one (1) Board member in addition to the Treasurer.

### **Section 7.5 Standards and Eligibility Committee**

Intentionally omitted

### **Section 7.6 Nominating Committee**

The Nominating Committee shall study the qualifications of all nominees and make recommendations for Board membership to the Triennial Conference.

### **Section 7.7 Alumni Committee**

The Alumni Committee shall consist of a representative officer of each Alumni Club, the

Alumni Adviser and any other members the President appoints. The Alumni Committee shall encourage the formation and continuation of Alumni Clubs for this Society.

### **Article 8 - Executive Director**

The Board of Directors shall employ an Executive Director who shall be the Society's Chief Operational Officer. The Executive Director shall be responsible to the Board through its President and shall assist the Officers in conducting the Society's affairs and in implementing decisions of the Board and its Committees.

The Executive Director shall attend all meetings of the Board, the Executive Committee and the Triennial Conference as a resource person to those bodies without vote. The Executive Director shall hire and supervise such staff members as may be needed for operation of the Central Office.

### **Article 9 – Chapters and Clubs**

#### **Section 9.1 Organization**

This Society shall consist of Student Chapters and Alumni Clubs organized in accordance with the Society's Bylaws.

Each Chapter and Club shall have its own Officers and be self-governing, enacting rules for its own organization consistent with the Society's Bylaws. Dues shall be determined by each Chapter/Club.

#### **Section 9.2 Student Chapters**

A Student Chapter may be established at an accredited Jesuit institution of higher education through a petition in writing from the President of that institution addressed to the Board Secretary. A majority vote of the Board of Directors shall be required for approval.

A Student Chapter shall consist of duly inducted student members of the institution and a Faculty Adviser.

#### **Section 9.3 Active and Inactive Student Chapters**

To be considered active, a Student Chapter must induct at least four (4) qualified new members each year, elect/appoint officers, send at least one (1) representative to the Triennial Conference, and if requested, submit an annual report to the Central Office.

If a Student Chapter does not meet these requirements, the President of the institution will receive a written notice from the Central Office in the next academic year. If the Student Chapter does not meet the requirements for the second academic year after such warning, the Board may designate the Student Chapter as “inactive.” Inactive Student Chapters may not induct new members unless they are reinstated by the Board. Petitions for reinstatement must include a specific explanation as to how the Student Chapter proposes to continuously meet the requirements for active Student Chapters.

#### **Section 9.4 Meetings and Activities**

Each Student Chapter shall hold regular meetings and establish its own quorum. Each Student Chapter shall undertake activities to promote the tenets of scholarship, loyalty to Jesuit ideals, and service when setting Chapter goals and planning programs, keeping in mind the mission and purpose of Alpha Sigma Nu.

#### **Section 9.5 Student Chapter Officers**

Student Chapter officers shall consist of the Chapter President, and two additional officers which may include Vice President, Secretary, Treasurer and any other Officers designated by the Student Chapter. Student Chapters shall have a Faculty Adviser appointed by the institution’s President.

#### **Section 9.6 Student Chapter President**

The Student Chapter President shall preside at all Chapter meetings; appoint committees; and plan inductions, programs and activities.

#### **Section 9.7 Student Chapter Vice President**

The Student Chapter Vice President shall preside at all Chapter meetings in the absence of the Chapter President, regularly submit Chapter information to the Central Office for the Alpha Sigma Nu newsletter, and assist the Chapter President in all duties as assigned.

#### **Section 9.8 Student Chapter Secretary**

The Student Chapter Secretary shall attend all Chapter meetings and act as clerk thereof and shall record or cause to be recorded all Chapter minutes, keep documents and records, handle all Chapter correspondence and submit an annual report of Chapter activities to the Central Office.

### **Section 9.9 Student Chapter Treasurer**

The Student Chapter Treasurer shall have general charge of the Chapter's financial affairs, reporting to the Chapter on collection of fees, deposit of funds and authorized expenditures.

### **Section 9.10 Student Chapter Faculty Adviser**

The Student Chapter Faculty Adviser shall ensure that the Chapter complies with the Society's Bylaws and its own Bylaws and shall keep the Chapter informed of the policies and activities of the institution with respect to all matters under Chapter consideration.

The Student Chapter Faculty Adviser shall submit an annual report to the Central Office.

### **Section 9.11 Alumni Clubs**

An Alumni Club may be established through a petition addressed to the Board Secretary of the Society and signed by a minimum of eight (8) Alumni members residing in a geographic area where such a Club does not exist. A majority vote of the Board of Directors shall be required for approval.

Alumni Club membership may include all Alumni and honorary members of the Society in its geographic area. Alumni Clubs shall use a local name and will be independent but supportive of area Student Chapters. Alumni Clubs are established independently from any local institution although a natural affinity can be expected to exist with a Jesuit institution in the same city or region. Only the Central Office may raise funds for the Society as a whole.

Alumni Clubs send a delegate to the Triennial Conference with full privileges.

The Board will foster the development of Alumni Clubs where there is sufficient interest.

### **Section 9.12 Active and Inactive Alumni Clubs**

An Alumni Club shall strive to elect four (4) Officers and shall have at least eight (8) active members, establish Bylaws, send an annual report to the Central Office, send a representative to the Triennial Conference, and maintain liaison with the Board Alumni Adviser.

If an Alumni Club does not meet these requirements, the Board Alumni Adviser will consult with the Club's Officers. If the Club does not meet the requirements thereafter, the Board may designate the Alumni Club as inactive. Inactive Alumni Clubs may petition the Board for return to active status.



## **Article 10 – Triennial Conference**

### **Section 10.1 Meetings**

The Triennial Conference shall meet every three years (3) at a time and place chosen by the Board of Directors. For extraordinary reasons, and on a two-thirds (2/3) vote of the Board, the Triennial Conference may be deferred for a period not exceeding one (1) year, or a Special Conference may be called. A Special Conference shall have all the powers of a Triennial Conference.

### **Section 10.2 Powers and Duties**

Officers of the Board shall serve as Officers of the Triennial Conference. The Board Treasurer shall make available to the membership a certified statement of the financial condition of the Society. The President shall appoint an official parliamentarian for the Triennial Conference.

### **Section 10.3 Delegates and Voting Rights at the Triennial Conference**

Each Student Chapter shall be entitled to two (2) delegates, each with one (1) vote. If only one (1) delegate is present, that delegate shall be entitled to exercise two votes. It is recommended that the Faculty Adviser be one (1) of the delegates.

Each Alumni Club shall be entitled to one (1) delegate and one (1) vote.

Each Director shall be entitled to one (1) vote.

Before the opening session of the Triennial Conference, each Chapter/Club shall certify its official delegates to the Board Secretary.

### **Section 10.4 Quorum**

A quorum shall consist of the delegates of a majority of the Student Chapters and Alumni Clubs registered as attending the Triennial Conference.

### **Section 10.5 Finances**

Reasonable and necessary expenses related to attendance at the Triennial Conference of (a) official delegates, and (b) other attendees for whom expense reimbursement is authorized by the Board of Directors, shall be borne by the treasury of the Society absent extraordinary circumstances as determined by the Board in its discretion. The Board of Directors shall determine what expenses are reasonable and necessary. In its discretion, the Board may limit reimbursement to attendees from outside the United States to an amount not greater than the highest reimbursable

amount for attendees from within the United States. This same limit may, in the Board's discretion, be applied to any official conference convened by the Society.

### **Article 11 – Dissolution**

Upon the Society's dissolution, its assets, both real and personal, shall vest, in full accord with applicable statutory provisions, in the Jesuit institutions in proportion to the number of members of the Society from each institution as determined from the official records of the Society.

### **Article 12 - Miscellaneous Provisions**

#### **Section 12.1 Publications**

The Board of Directors shall be responsible for all official publications of the Society including the annual publication of the newsletter and an official Directory of all members at such intervals as deemed appropriate.

#### **Section 12.2 Insignia**

The Society's official insignia shall be a gold pin or key bearing the Greek letters Alpha Sigma Nu for *Αδ\_λφ\_τ\_ς Σχσλαστικ\_ν Νικηφ\_ρων* (Company of Honor Students).

The Society's official colors shall be maroon and gold.

Official banners for the Society shall be provided by the Central Office, the design and fabrication of which shall be approved by the Board of Directors.

### **Article 13 - Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Society in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Society may adopt.

### **Article 14 - Amendment of Bylaws**

These Bylaws may be amended in any one of the following ways:

By a two-thirds (2/3) vote at a Triennial Conference provided that the amendment has

been submitted in writing to the Board Secretary at least forty-five (45) days before the first day of the Triennial Conference and submitted in writing to the Board of Directors and all Chapters and Clubs at least thirty (30) before the Triennial Conference.

By a two-thirds (2/3) vote at a Triennial Conference without notice provided that the amendment is accepted for consideration by a three-fourths (3/4) vote.

An amendment approved by the Board of Directors by a majority vote may be submitted to the Chapters by mail ballot to be acted upon at a regular or special meeting of each Chapter. Adoption shall be by a two-thirds (2/3) vote of those Chapters returning ballots by a date clearly specified on the mail ballot.