

Tau Kappa Epsilon



Board of Advisors Bylaws

Nu Lambda Chapter
University of Southern Indiana

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CHAPTER I: CONSTITUTION

The Board of Advisors of Nu Lambda Chapter of Tau Kappa Epsilon Fraternity, Inc., operating in conjunction with the Nu Lambda Chapter of Tau Kappa Epsilon Fraternity, Inc., does hereby accept and adopt the following Constitution and Bylaws.

ARTICLE I: Articles of Incorporation

SEC. 1. **NAME.** The name of this body shall be: “Board of Advisors of Nu Lambda Chapter of Tau Kappa Epsilon Fraternity, Incorporated.”

SEC. 2. **CORPORATION.** This Corporation shall be not for profit under the laws of the State of Indiana.

SEC. 3. **BYLAWS.** The Board of Advisors of Nu Lambda Chapter of Tau Kappa Epsilon Fraternity, Incorporated (hereinafter referred to as the “Board of Advisors”), operating over a fully chartered regular Chapter of Tau Kappa Epsilon Fraternity, specifically adopts, accepts and acknowledges the International Constitution and International Bylaws and Traditions of Tau Kappa Epsilon Fraternity and, in addition, the following Bylaws are adopted under which this Board shall operate. The Bylaws of this Corporation shall consist of two parts: (1) the Constitution and (2) all subsequent sections included in the Board of Advisors Bylaws.

SEC. 4. **PURPOSE.** The exclusive purposes for which the Board of Advisors is organized and for which it shall be operated are to assist the Nu Lambda Chapter of Tau Kappa Epsilon Fraternity, Incorporated (hereinafter referred to as the “Nu Lambda Chapter”) in the following ways:

1. Promote and secure the intellectual, educational, social and recreational benefits derived from fellowship among its members.

2. To assist the Nu Lambda Chapter in promoting such fellowship in accordance with the principles, traditions and ritual of the International Fraternity.
3. To manage the finances and property of the Board of Advisors
4. To manage the finances of Nu Lambda Chapter.
5. To help coordinate the activities of Nu Lambda Chapter and Alumni Members.
6. To serve as the board of directors for Nu Lambda Chapter.
7. To establish any policies, resolutions, or motions deemed necessary.
8. To ensure not only the continuation of Nu Lambda Chapter, but also the Board of Advisors.

SEC. 5. **VISION.** The vision of the Board of Advisors is to aid the Nu Lambda Chapter in creating and maintaining an environment conducive to a Top TKE Chapter.

ARTICLE II: Membership

SEC. 1. **HOW CONSTITUTED.** The activities of each collegiate chapter shall be supervised by a Board of Advisors consisting of the Chapter Advisor, the Alumni Association President, the Chapter Prytanis, the Chapter Crysochylos (hereinafter known as “Ex-Officio Members”), and at least four (4), but no

more than ten (10), other elected persons (hereinafter known as “Elected Members”). The Chapter Epiprytanis may serve as a member of the Board of Advisors, with full voting privileges if:

1. Either the Chapter Prytanis or the Chapter Crysophylos is unable to attend a meeting, or;
2. Both the offices of Chapter Prytanis and Chapter Crysophylos are held by the same person.

SEC. 2. SELECTION. Recruitment of candidates to serve as Elected Members on the Board of Advisors shall be the responsibility of the Chairman of the Board of Advisors, in cooperation with the Chapter Prytanis.

SEC. 3. ELIGIBILITY. Any person, male or female, over the age of twenty-four (24), who is not in attendance at a college or university as an undergraduate student, may be eligible to be an Elected Member of the Board of Advisors. However, *no less* than one-half (1/2) of the total number of Elected Members should be comprised of either Alumni or Honorary Members of Tau Kappa Epsilon.

SEC. 4. MEMBER ELECTIONS. The Elected Members of the Board of Advisors shall serve for a term of two (2) years. Elections shall be held during the last regular meeting of every odd year. The election process at this meeting will be as follows:

1. Each current member shall write a list of no less than four (4) candidates and current Elected Members that he or she wishes to comprise the Board of Advisors for the next term.

2. The lists are passed to the Chairman of the Board, who shall tally the total votes for each person.
3. In the event that more than ten (10) people receive a 51% majority vote, the ten (10) that received the most votes shall be the Elected Members for the next term.
4. In the event that less than four (4) people receive a majority vote, those who did receive a 51% majority vote shall be elected, and a vote recast excluding them from the lists. This process shall continue until four (4) people have received a majority vote, and those people shall be the Elected Members for the next term.

SEC. 5. OFFICER ELECTIONS. The Board of Advisors shall annually choose a Chairman, Vice Chairman, Secretary and Treasurer, which latter two officers may be combined in one person if desired. Other offices may be created or removed at the discretion of the Board of Advisors. The members shall hold office until their successors are elected and shall not lose their right to vote by reason of holding office. Closed ballot elections shall be held during the first regular meeting of every year where a 51% majority vote shall elect them to office for the next term.

SEC. 6. REMOVAL. The Chief Executive Officer of Tau Kappa Epsilon, in addition to the Chairman of the Board of Advisors, shall have power to remove from office at his discretion, for violation of the Articles of Incorporation, Constitution, Bylaws, laws, traditions, usages, obligations, principles or ritual of the Fraternity or other good cause, any member or members of a Board of Advisors, and may fill by appointment all vacancies thereby created. Any officer may also be removed for being absent for more

than one-half (1/2) of the Board of Advisors regularly scheduled meetings during a year.

ARTICLE III: Meetings

SEC. 1. MEETING TIMES. Regular meetings of the Board of Advisors shall be held during each quarter of each year at a time and place to be determined by the Board of Advisors.

SEC. 2. SPECIAL MEETINGS. Special meetings of the Board of Advisors may be called at any time by the Chairman, or by at least three (3) members of the Board. The call for a Special Meeting shall be given at least one (1) week in advance of the meeting.

SEC. 3. QUORUM. A quorum for the conduct of business at any regular or special meeting of the Board of Advisors will consist of fifty-one percent (51%) of the membership to include two (2) officers and either the Chapter Prytanis or the Chapter Crysophylos.

SEC. 4. VOTING. Voting on motions and all other voting activities of the Board of Advisors shall be open. Secret ballot shall be allowed only on election of officers and election of members. Voting is a privilege extended to both Ex-Officio and Elected Members of the Board of Advisors.

ARTICLE IV: Motions

SEC. 1. POLICIES & RESOLUTIONS. Specific rules, guidelines, and Board decisions that may change are considered either policies or resolutions. These policies and resolutions are too specific to be placed within the Constitution and vary with the membership of the Board of Advisors; therefore, to avoid the long process of adopting the Constitution each time a

change is desired, a policy or resolution may be called for.

SEC. 2. ADOPTION OF POLICIES & RESOLUTIONS. To adopt or change a policy or resolution, it need only be seconded and passed by a 51% majority of those present at a Board Meeting. This can take place during one meeting, assuming a quorum exists. It shall be the duty of the Vice Chairman to e-mail new policies and resolutions to each member.

SEC. 3. JURISDICTION. Policies and resolutions hold the same binding that the contents of the Constitution hold.

SEC. 4. AMENDMENTS. Proposed amendments to this Constitution shall be submitted in writing to the Vice Chairman and to all members at least fourteen (14) days prior to the next regularly scheduled meeting.

SEC. 5. ADOPTION OF AMENDMENTS. Proposed amendment shall be, if duly seconded, opened for discussion and voted upon. If the proposed amendment receives a two-thirds (2/3) favorable vote, it shall be adopted. It shall be the duty of the Vice Chairman to immediately enter all amendments into the Constitution and distribute them to each member at the next regular meeting.

SEC. 6. MOTIONS BY MEMBERS OF THE CHAPTER. Any member of the Nu Lambda Chapter may present written motions or resolutions for the consideration of the Board, or any matter within its jurisdiction, which, if seconded in writing by another member, shall thereupon be discussed and voted upon in the same manner as if offered by a member of the Board.

SEC. 7. **APPEALS.** Nu Lambda Chapter may, by majority vote, appeal to the Chief Executive Officer from any decision or action by the Board of Advisors, with further right of appeal from his decision to the Grand Prytanis.

SEC. 8. **SUSPENSION OF BYLAWS.** No Chapter, Article, or Section of the Constitution may be suspended.

ARTICLE V: Powers

SEC. 1. **BOARD OF ADVISORS.** The rights and duties imposed by these Bylaws on the Chapter Corporation shall be exercised by the Board of Advisors if a Chapter Corporation has not been organized by such Board of Advisors. If a Chapter Corporation has been organized, the Board of Advisors may nevertheless exercise the rights and duties imposed by these Bylaws on the Chapter Corporation to the extent necessary or appropriate under applicable state law, and the Board of Advisors shall exercise such rights and duties to the extent the Chapter Corporation fails to do so.

SEC. 2. **GENERAL SUPERVISION.** The Board of Advisors shall have general supervision over Chapter operations and the finances; shall approve the Chapter budget; shall prevent incurring of unnecessary or unwise expenditures or indebtedness; shall require the Chapter to collect all monies due it or the International Fraternity, and shall require all Chapter accounts to be kept and reports made on the forms and at the times required by law, or by the Chief Executive Officer. The Board of Advisors must confer with the officers of the Chapter concerning the execution of the aforesaid duties.

SEC. 3. **POWERS AND DUTIES.** Whenever property shall be held for the use of any chapter, the Chapter Corporation

shall have the power to require repairs, insurance, the payment of taxes, special assessments, mechanics' liens, judgments and all other matters necessary for the protection and preservation of such property. No encumbrance or conveyance of such real estate shall be made without its consent. It shall have power to prohibit any act or omission which may waste or damage the said property.

SEC. 4. **CHATTEL MORTGAGES, ETC.** Chattel mortgages, conditional sales contracts and any other contract granting a security interest in property used by any collegiate chapter shall be executed only by the proper officers of the Chapter Corporation, when authorized by a proper resolution of the Board of Directors.

SEC. 5. **EMPLOYEES.** All contracts for services of the House Chairman, and all other persons who may be employed by or in the services of any collegiate Chapter shall be made and the compensation and duties of such person or persons fixed by the Board of Advisors. The nomination of such persons shall be approved or disapproved by the Board of Advisors prior to any Chapter elections or appointments. The Board of Advisors may terminate any employee (including the House Chairman) of the Board of Advisors at any time, for any reason, without fulfilling any further monetary or other obligations to the employee.

SEC. 6. **CHAPTER INTERVENTION.** The Board of Advisors is charged with ensuring the survival and success of Nu Lambda Chapter of Tau Kappa Epsilon. It is in this spirit that the Board of Advisors shall conduct itself. In addition to the general oversight of the Chapter, and the powers provided herein, the Board may choose to involve itself in situations where

either the Chapter or one of its members has broken a bylaw of the Chapter, a bylaw of Tau Kappa Epsilon International, a policy of the university, and/or a law of the state. It is only at the risk of the Chapter's security and longevity (with exception to fining for property damages) that this decision will be made. The Board of Advisors purpose is *not* to run the Chapter as it sees fit, but rather to steer the Chapter in the direction of most success.

SEC. 7. *LIMITATION OF POWER.*

Each officer shall have the power to run their offices as he may see fit and make decisions for that office that affect the Board of Advisors and Chapter. This right of power is overridden by (1) the Constitution, Bylaws, traditions and rituals of the International Fraternity, and (2) the Constitution, Bylaws, and resolutions of the Board of Advisors, in so far as they are consistent with the Constitution, Bylaws, traditions, rituals, and publications of the International Fraternity and the Chapter, and the laws of the state, local government and university. It will be part of each officer's duty to be knowledgeable in the Board of Advisors Bylaws, university student code and Greek policies and TKE National Bylaws, Traditions and Constitution for the purpose of ensuring that the Board of Advisors and Chapter operates within the path these items define.

SEC. 8. *AUTHORITY OF GRAND COUNCIL.*

In the event that a chapter is suspended or declared non-operating, the Grand Council shall have authority over the real estate and personal property held by the Chapter Corporation, Boards of Advisors and chapters to prevent its being diverted from its proper use as Fraternity property and to prevent the carrying on of any practices contrary to the Constitution, Bylaws, laws, ritual or principles of the

International Fraternity.

ARTICLE VI: Responsibilities

SEC. 1. *ANNUAL REPORTS.* The Board of Advisors and the said Chapter Corporation shall file an annual report with the chapter, the Secretary of the Board of Advisors, the Secretary of the Chapter Corporation and the International Fraternity. The report shall be on forms supplied by the International Fraternity and shall include information as may be deemed necessary by the Grand Council from time to time. The annual report shall be filed no later than May 15 of each year. Additionally, a financial report and a copy of the Chapter and/or Chapter Corporation Internal Revenue Service Form 990 shall be filed with the Offices of the Grand Chapter by November 15 of each year.

SEC. 2. *LIABILITY INSURANCE.* The Board of Advisors shall maintain comprehensive general liability insurance under which the Chapter and Board of Advisors, as the case may be, shall be named insureds, which shall include host liquor liability coverage, provided the same is reasonably available. In the event that for any reason no Board of Advisors exists, then the obligation to maintain the insurance herein required shall be on the officers of the chapter corporation, the chapter, the colony corporation and the colony, as the case may be.

SEC. 3. *SINKING FUND.* Whenever any chapter shall be or become indebted for other than current expenses, it shall be the duty of the Chapter Corporation to establish a sinking fund for the retirement of such debt, and to require said chapter to pay monthly to the Treasurer of the Chapter Corporation a sum sufficient for said sinking fund, and also to cover its taxes, insurance

and a reasonable depreciation on its property, the amount of which shall also be fixed by the Chapter Corporation.

SEC. 4. **TITLE TO PROPERTY.** The title to all real and personal property of the several collegiate chapters shall vest in and be held by the Chapter Corporation for such collegiate chapters.

SEC. 5. **CONTROL AND DISPOSITION OF PERSONAL PROPERTY ON LOSS OF CHARTER.** In the event that the charter of any collegiate chapter shall be withdrawn or surrendered, the control and custody of the personal property held by or for the use of such chapter shall devolve upon the Chapter Corporation, and it shall dispose of the same as directed by the Grand Council. All monies, and the proceeds of sale of such personal property of said chapter, shall be held by the Fraternity to the credit of said chapter, as directed by the Grand Council.

SEC. 6. **DISPOSITION OF REAL ESTATE ON LOSS OF CHARTER.** In the event that the charter of any chapter shall be withdrawn or surrendered, the title to any real estate shall be held for the alumni members of said chapter, for a period of two years. If, at the expiration of the two years, such chapter shall not have been restored, the local Board of Advisors or the Chapter Corporation shall sell the real estate, unless other action is authorized by the Grand Prytanis. After the payment or provision for payment of all legally enforceable obligations of the owner of the real estate, the remaining proceeds of any sale of real estate shall be promptly transferred to the Fraternity (unless otherwise determined by the Grand Council) and held by the Fraternity to the credit of said chapter regardless of the time of such sale and regardless of whether title was held by the chapter, Chapter Corporation or Board of Advisors.