

1 The Fraternity of Alpha Zeta

2 BYLAWS

3 As Amended March 28, 2015

4
5 **ARTICLE I**
6 **MEMBERS**

7
8 Section 1.01. Membership. The voting members shall consist of (a) those persons who are then
9 members of the High Council and (b) one (1) accredited delegate from each Chapter holding a
10 Charter issued by the Corporation or its predecessor, which has not been suspended or revoked.

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12 The nonvoting members shall consist of all other persons holding a student membership, alumni
13 membership, associate membership or honorary membership. The foregoing classes of nonvoting
14 membership shall be determined as follows:

- 15 (a) Each undergraduate or graduate student who has been elected to membership and
16 thereafter initiated as a member shall hold a student membership for so long as he or she
17 is enrolled as a student at a college or university where an active Chapter of the Fraternity
18 is located.
- 19 (b) Any person who has previously qualified for a student membership under Subparagraph
20 (a) above but who no longer qualifies for such membership shall hold an alumni
21 membership.
- 22 (c) Any person (1) who has either been determined by a chapter to be an outstanding
23 agricultural leader or who holds a teaching, research or extension staff position at a
24 college or university where an active Chapter of the Fraternity is located, (2) who has in
25 the discretion of the Chapter members demonstrated leadership in the agricultural
26 profession and (3) who has been elected as an associate member by the unanimous vote
27 of both the members of the Chapter and its Faculty Advisory Committee shall hold an
28 associate membership.
- 29 (d) Any person who is of special note in the field of agriculture generally and who has been
30 unanimously elected as an honorary member by the High Council shall hold an honorary
31 membership. Any Chapter may, with the unanimous vote of both the members of the
32 Chapter and its Faculty Advisory Committee, request the High Council to consider any
33 person for an honorary membership in the Fraternity. Further, any Chapter may with the
34 unanimous vote of the High Council, the Chapter members and the Faculty Advisory
35 Committee of such Chapter, elect and initiate any person into honorary membership on
36 the occasion of each tenth anniversary of the establishment of such Chapter. Each person
37 holding an honorary membership shall be a member of the Fraternity-at-Large.

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39 Section 1.02. Qualifications for Student Membership. Any student who is enrolled at a college
40 or university where an active Chapter or Colony of the Fraternity is located may become a
41 student member upon meeting the following requirements:

- 42 (a) Completion of one academic term or period (semester, trimester or quarter) of study with
43 a cumulative grade point average placing said student in the upper two-fifths (2/5) of
44 his or her class;

- (b) Evidence, satisfactory to the Chapter, of study in the field of agriculture or its related disciplines or interest consistent with a desire to pursue a career in agriculture or its related disciplines;
- (c) Evidence satisfactory to the Chapter that said student reflects those qualities of scholarship, character and leadership which are consistent with the ideals of the Fraternity;
- (d) The favorable vote of not less than eighty-five percent (85%) of the active membership of both the Chapter and its Faculty Advisory Committee at a Chapter meeting held for the purpose of considering the election of said student to membership;
- (e) Completion of the initiation Ritual; and
- (f) Payment of all initiation fees required for student membership.

Section 1.03. Qualifications for Charter Membership. Any club, society or similarly organized group whose membership meets the qualifications for student membership in the Fraternity of Alpha Zeta may be extended nonvoting Colony status provided it meets the following qualifications:

- (a) The submission of a complete application containing such information, data and representations as the High Council might from time to time require to the National Office of the Fraternity;
- (b) The favorable vote of two-thirds (2/3) of the High Council;
- (c) The execution of such agreements including the affiliate agreement, undertakings and representations relating to membership as might from time to time be required by the High Council;
- (d) The payment of all installation fees required for Colony status;
- (e) A Colony may consist of no less than five (5) interested individuals who meet the qualifications for student membership and be supported by at least one faculty member who is willing to serve as advisor.

An Alpha Zeta Colony may be granted full membership, issued a Charter and admitted to the Corporation as a voting member upon meeting the following requirements:

- (a) Completion of a probationary period of not less than one year;
- (b) Compliance with requirements of probationary status, Articles of Incorporation, Bylaws and the Affiliate Agreement;
- (c) The submission of a complete application containing such information, data and representations as the High Council might from time to time require to the National Office of the Fraternity at least ninety (90) days in advance of the Biennial Conclave;
- (d) The favorable vote of two-thirds (2/3) of the High Council;
- (e) The favorable vote of eighty-five percent (85%) of the voting members present at a Biennial Conclave or the favorable vote of eighty-five percent (85%) of all responding Chapters holding a voting membership;
- (f) The execution of such agreements, undertakings and representations relating to membership as might from time to time be required by the High Council;
- (g) The payment of all fees required for voting membership.

Section 1.04. Meetings of Members. All meetings of the members shall be held at such place as may be specified in the notices or waivers of notice thereof.

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Section 1.05. Annual Meeting. An annual meeting of the members who are entitled to vote by reason of their membership on the High Council shall be held on such day and at such time as might be determined by the High Council in the offices of the Corporation. If for any reason the annual meeting of such members shall not be held at the time and place herein provided, it shall be held at any time thereafter, or the business to be transacted at such annual meeting may be transacted, at any special meeting called for such purpose. Special meetings of said members may be called by the Chairman or by any three members of the High Council.

Section 1.06. Biennial Conclave. All members who are entitled to vote shall meet every two years in a general meeting known as the Biennial Conclave for the purpose of submitting reports to the membership and acting upon all business and other matters as might be submitted to or come before the membership. The Biennial Conclave shall consist of the members of the High Council and one (1) accredited delegate from each Chapter of the Fraternity holding a Charter that has not been suspended or revoked. In order to be accredited to vote each delegate shall have met the requirements as established by Fraternity policy, at least fifteen days prior to the first day of the Biennial Conclave.

Section 1.07. Notice of Meeting. Written notice of each meeting of the voting members, stating the place, day, and hour of such meeting, and in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered via electronic or U.S. mail by the National Office to each member of record who is entitled to vote at said meeting, (determined as of the record date fixed by the person or persons calling said meeting, which record date shall be not more than twenty days prior to the date of such meeting), at said member's address (electronic or street) of record at least seven days before the date of the meeting. Notice of any such meeting may be waived in writing by any member if the waiver sets forth in reasonable detail the purpose or purposes for which the meeting is called and the time and place thereof. Attendance at any meeting shall constitute a waiver of notice of such meeting. Notwithstanding any other provision set forth in these Bylaws, non-voting members of the Corporation shall not be entitled to be notified of any meeting of the voting members of the Corporation.

Section 1.08 Voting. At all meetings of members and on all corporate matters coming before the meeting each member of the Corporation who is eligible to vote at said meeting shall have one vote. Voting by proxy shall not be allowed or recognized in the case of any member.

Section 1.09. Quorum. At any meeting of the members a majority of the accredited delegates shall constitute a quorum. Except as otherwise provided by the Articles of Incorporation, a majority of such quorum may decide any question, which properly comes before said meeting.

Section 1.10. Action by Unanimous Written Consent Without a Meeting. Any action to be taken by the members who are eligible to vote may be taken without a meeting if, prior to such action, the written consent of all of said members is obtained and filed with the minutes of meetings of the members.

Section 1.11. Suspension or Revocation of Charter Membership. The Charter of any Chapter

135 found to be in violation of the Articles of Incorporation, these Bylaws or Fraternity policies
136 adopted by the Corporation in Biennial Conclave may be suspended by the affirmative vote of
137 two-thirds (2/3) of the High Council. The term of suspension shall continue until such time as the
138 Chapter is found to be in full compliance with such Articles of Incorporation, Bylaws or
139 Fraternity policies. The action of the High Council in suspending the Charter of any Chapter may
140 be appealed to the voting members at the next following Biennial Conclave, but such suspension
141 shall remain in effect until the earlier of (a) the date upon which the Chapter is found to be in full
142 compliance with the Articles of Incorporation, Bylaws and policies of the Corporation or (b) the
143 date upon which the Charter of such Chapter is reinstated by the affirmative vote of a majority of
144 the voting members present at the Biennial Conclave.

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146 The Charter of any Chapter found to be in knowing and willful violation of the Articles of
147 Incorporation, these Bylaws or any Fraternity policy adopted by the Corporation in Biennial
148 Conclave may be revoked by the affirmative vote of both two-thirds (2/3) of the High Council
149 and two-thirds (2/3) of the other voting members present at the Biennial Conclave.

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151 **ARTICLE II**
152 **BOARD OF DIRECTORS**

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154 Section 2.01. Designation and Number. The Board of Directors shall be designated and known
155 as the High Council. The number of directors shall be seven.

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157 Section 2.02. Tenure. The terms of the directors holding the offices of Student Representative
158 and Alumni Representative shall be for a period extending from the end of one Biennial
159 Conclave to the end of the next succeeding Biennial Conclave. The term of any director holding
160 the position of chief staff executive of the Corporation shall be determined by the Board of
161 Directors and run concurrently with said director's term of employment in such capacity. The
162 terms of the remaining directors shall be four years.

163
164 Section 2.03. Election. The directors holding the offices of Student Representative and Alumni
165 Representative shall be elected by the voting members at each Biennial Conclave. The director, if
166 any, acting as the principal administrative officer of the Corporation shall be appointed by the
167 Board of Directors. The remaining directors shall be elected by the members at alternating
168 Biennial Conclaves, with three directors being elected at the same Biennial Conclave and two
169 directors being elected at the next Biennial Conclave.

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171 Section 2.04. Biennial Meeting. The High Council shall meet immediately after the Biennial
172 Conclave, at the place where the Biennial Conclave was held, for the purpose of conducting any
173 business that may be brought before the meeting. Such meeting shall be held without notice.

174
175 Section 2.05. Regular Meetings. Regular meetings (including annual meetings) of the High
176 Council may be held without notice, at such times and places, as the High Council may from
177 time to time designate.

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179 Section 2.06. Other Meetings. Other meetings of the High Council may be held upon the call of

180 either the Chairman or three members of the High Council at any place, upon five days notice,
181 specifying the time, place and general purposes of the meeting, given to each director either
182 personally, or by telephone or mail. At any meeting at which all of the directors are present,
183 notice of the time, place and/or purposes thereof shall be deemed waived. Notice of any meeting
184 may be waived in writing, either before, during or after any meeting.
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186 Section 2.07. Quorum. At any meeting of the High Council, four of the directors shall constitute
187 a quorum for the transaction of any business; provided, however, that for the purpose of filling
188 vacancies on the High Council, the lesser of (a) three directors or (b) a majority of the remaining
189 directors shall constitute a quorum. Except as otherwise provided by the Articles of
190 Incorporation, a majority of such quorum may decide any question properly brought before any
191 meeting. For purposes of determining the existence of a quorum the director, if any, holding the
192 position of chief staff executive shall be included.
193

194 Section 2.08. Executive Committee. The High Council may from time to time designate three or
195 more of its members to serve as the Executive Committee, which Committee shall have such
196 duties and powers as the High Council may delegate to it in the resolution designating such
197 Committee. Such Executive Committee shall keep regular minutes of its meetings, and report
198 said minutes to the High Council at or prior to the next meeting of the High Council. The High
199 Council may at any time dissolve such Executive Committee or remove any of its members with
200 or without cause.
201

202 Section 2.09. Other Committees. The High Council may from time to time appoint other
203 committees, each consisting of two or more High Council members and such other persons as the
204 High Council may see fit to appoint. Each committee shall have such duties and powers as the
205 High Council may delegate to it in the resolution designating such committee.
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207 Section 2.10. Action by Unanimous Written Consent Without a Meeting. Action to be taken by
208 the High Council, the Executive Committee or any other committee of the High Council may be
209 taken without a meeting if, prior to such action, the written consent of all of the directors or all of
210 the members of said committee is obtained and filed with the minutes of the High Council or of
211 said committee.
212

213 Section 2.11. Interpretations and Compliance. In the event that the High Council has determined
214 that any Chapter is not in full compliance with the Articles of Incorporation, these Bylaws,
215 affiliate agreement and any other agreements between the Chapter and the Fraternity, and all
216 resolutions and policies adopted by the Fraternity in the Biennial Conclave, the High Council
217 shall submit a written report specifying the nature of such noncompliance to the Biennial
218 Conclave for its consideration and action thereon. The High Council shall interpret and apply the
219 Articles of Incorporation, these Bylaws, and the resolutions or other policies adopted in Biennial
220 Conclave to all Chapters and shall take such action as it believes necessary to implement and
221 secure complete compliance therewith by each Chapter. Any Chapter shall have the right to
222 appeal any such action taken by the High Council to the Biennial Conclave; provided, however,
223 that such appeal shall be in writing, signed by the Chapter Chancellor, Chapter Scribe and a
224 majority of the Chapter's Faculty Advisory Committee and delivered to the National Office at

225 least thirty (30) days in advance of the Biennial Conclave. During the period that the appeal is
226 pending the Chapter shall use its best efforts to comply with the action of the High Council,
227 which is the subject of appeal.

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229 **ARTICLE III**

230 **OFFICERS**

231

232 Section 3.01. Officers. The officers shall consist of the Chairman, the Vice-Chairman, the
233 Secretary-Treasurer, the High Scribe, the High Chronicler, the Student Representative, the
234 Alumni Representative and such other assistants to the foregoing officers as the High Council
235 may from time to time determine. At the option of the High Council a chief staff executive may
236 also be selected to serve as an officer. The Chairman, Vice-Chairman and Secretary-Treasurer
237 shall be elected from the members of the High Council. The duties of the officers shall be set
238 forth in Fraternity policy.

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240 Section 3.02. Tenure. Officers shall serve until the next annual meeting of the High Council and
241 until their successors are duly elected and qualified (unless sooner removed pursuant to Section
242 3.04).

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244 Section 3.03. Election. The officers (excepting the Student Representative, Alumni
245 Representative and, if applicable, the principal administrative officer) shall be elected by the
246 High Council at the annual meeting.

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248 Section 3.04. Removal. The High Council may remove any officer with cause. An officer may
249 be removed by a majority vote of the High Council.

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251 Section 3.05. Term Limits. No officer shall hold a single office more than two consecutive
252 terms. Officers shall serve the High Council for a maximum of three terms.

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254 Section 3.06. Representation. A chapter may have no more than two representatives on the High
255 Council. No chapter and its affiliated alumni chapter shall hold majority representation on the
256 High Council.

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258 Section 3.07. Delegation of Authority. In the case of the absence or incapacity of any officer, or
259 for any other reason that the High Council may deem sufficient, the High Council may delegate
260 any or all of the duties or powers of such officers to any other officer, to any other director or to
261 any other person.

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263 **ARTICLE IV**

264 **CERTIFICATES OF MEMBERSHIP**

265

266 Section 4.01. Form of Certificates. The form of any Charter or other membership certificate
267 shall be determined by the High Council. Each Charter shall be signed by the High Chancellor
268 and the High Scribe and shall bear the official seal of the Fraternity. Following initiation as a
269 member of the Fraternity a membership certificate shall be issued to such member, which

270 membership certificate shall be known as a "shingle", bear the official seal of the Fraternity, be
271 properly engrossed with the member's name and be signed by the High Chancellor and the High
272 Scribe. Facsimile signatures may be used on both Charters and membership certificates.
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274 Section 4.02. Transfer of Certificates. No Charter or membership certificate shall be assignable
275 or transferable to any other person.
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277 Section 4.03. Loss or Destruction. In the event of loss or destruction of any Charter or
278 membership certificate, a replacement Charter or membership certificate may be issued in lieu
279 thereof in such manner and upon such terms as the High Council shall authorize in each
280 particular case.
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282 **ARTICLE V**
283 **CHAPTERS OF THE FRATERNITY**
284

285 Section 5.01. Compliance with Requirements. Each Chapter holding a Charter shall conduct its
286 activities and business affairs in full compliance with the Articles of Incorporation, these By-
287 Laws, affiliate agreement and any other agreements between the Chapter and the Fraternity, the
288 resolutions and policies adopted in Biennial Conclave and the directions of the High Council.
289

290 Section 5.02. Faculty Advisory Committee. Each Chapter shall establish a Faculty Advisory
291 Committee consisting of at least two (2) college or university faculty members holding alumni or
292 associate memberships in the Corporation to assist and provide guidance to the Chapter in
293 fulfilling its obligations to the Corporation.
294

295 Section 5.03. Chapter Officers. The officers of the Chapter shall consist of a Chancellor, a
296 Censor, a Scribe, a Treasurer and a Chronicler. Said officers shall be elected by a majority of the
297 members of the Chapter at a regularly scheduled meeting for such purposes, and shall serve for a
298 term of one year and until their successors have been elected and installed. Any officer of the
299 Chapter may be removed from office at any time upon the affirmative vote of two-thirds (2/3) of
300 the members of said Chapter.
301

302 Section 5.04. Duties of Officers. The duties of the Chapter officers shall be set forth in
303 Fraternity policy.
304

305 Section 5.05. Chapter Meetings. Meetings of the Chapter members shall be held twice monthly
306 per academic semester; with the option of one said meeting consisting of the executive
307 committee.
308

309 Section 5.06. Governing Documents. The Constitution, Articles of Incorporation, Bylaws,
310 required tax filings or confirmation thereof, and any other documents governing the business
311 affairs and activities of the Chapter shall be submitted to the National Office upon its request.
312 Any amendment thereto adopted by the Chapter subsequent to January 1, 1994 shall be submitted
313 to the National Office by the Scribe within thirty days following its adoption.
314

315 Section 5.07. Initiation of Members. All candidates for student membership shall be initiated in
316 strict conformity with the Ritual of The Fraternity of Alpha Zeta. Such Ritual shall not be
317 disclosed or used in any manner other than in connection with the initiation of candidates for
318 student membership. No initiation of members shall take place during any period of time in
319 which the Charter of the Chapter is either suspended or revoked.

320
321 Section 5.08. Transfer of Membership. A student member in good standing initiated by one
322 Chapter may transfer his or her membership to another Chapter upon the affirmative vote of two-
323 thirds (2/3) of the student members of the other Chapter. Such transfer shall be reported to the
324 National Office by the Scribe of the transferee Chapter within thirty days following such transfer.

325
326 Section 5.09. Suspension of Membership. In the event that any student member shall fail or
327 refuse to pay Chapter dues, the Chapter may suspend the Chapter membership of said person
328 upon:

- 329 (a) The affirmative vote of two-thirds (2/3) of its members and
- 330 (b) The unanimous approval of its Faculty Advisory Committee.

331 Such suspension shall terminate upon the earlier of:

- 332 (a) The payment of all outstanding Chapter dues by said person or
- 333 (b) Said person's graduation from or other termination of attendance at the college or
334 university at which the Chapter is located.

335
336 Section 5.10. Termination and Reinstatement of Membership. In the event that any student
337 member shall fail or refuse to comply with the Articles of Incorporation, these Bylaws, the
338 resolutions and policies of the Biennial Conclave or the governing documents, rules or
339 procedures of the Chapter with which he or she is then affiliated, such Chapter may terminate the
340 student membership of said person upon:

- 341 (a) The affirmative vote of two-thirds (2/3) of its members,
- 342 (b) The unanimous approval of its Faculty Advisory Committee and
- 343 (c) The consent and approval of the High Council.

344 Any student member may terminate his or her student membership by submitting a written letter
345 of resignation to the Chapter with which such student member is then affiliated along with (a)
346 any Fraternity jewelry owned by or in the possession of such student and (b) the membership
347 certificate and identification card issued to such student by either The Fraternity of Alpha Zeta
348 or the Chapter. The Scribe of the Chapter receiving the resignation of said student member shall
349 submit the membership certificate, identification card and jewelry, along with a copy of the letter
350 of resignation, to the High Council within thirty days following their receipt. Any student
351 member who has resigned may be reinstated as a member of the Chapter from which he or she
352 resigned upon the submission of a written request for reinstatement in such form as the Chapter
353 shall require, the affirmative vote of two-thirds (2/3) of the student members of such Chapter,
354 the approval of the Faculty Advisory Committee and the payment of such fees and charges as
355 might be required by both the Chapter and the High Council.

356
357 Section 5.11. Chapter House. No Chapter shall own or enter into a contract for the purchase or
358 other acquisition of real estate for use as, or in connection with the construction or occupancy of,
359 a chapter house by such Chapter without having first secured the affirmative vote of two-thirds of

360 the High Council and two-thirds (2/3) of the remaining voting members of the Corporation.

361 **ARTICLE VI**

362 **ALUMNI ASSOCIATIONS**

363 Section 6.01. Establishment of Alumni Association. Any interested group of alumni members
364 may establish a local Alumni Association of The Fraternity of Alpha Zeta upon meeting the
365 following requirements:

- 366 (a) The submission of a complete application containing such information, data and
367 representations as the High Council might from time to time require to the national
368 office of the Fraternity;
369 (b) The favorable vote of two-thirds (2/3) of the High Council; and
370 (c) The execution of such agreements, undertakings and representations relating to
371 membership as might from time to time be required by the High Council.
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373 Section 6.02. Alumni Association Chapter. An Alumni Association may be issued a Charter and
374 admitted to the Corporation as a voting member upon meeting the requirements specified in
375 Section 1.03 of these Bylaws. Thereafter the Articles of Incorporation, these Bylaws, affiliate
376 agreement and any other agreements between the Chapter and the Fraternity, the policies and
377 resolutions adopted in Biennial Conclave and the directions of the High Council shall apply to
378 such Alumni Association Chapter in the same manner as if it were a Chapter composed primarily
379 or solely of persons holding student memberships. Provided, however, that an Alumni
380 Association Chapter shall have no Faculty Advisory Committee and that its officers shall be
381 known as (a) the President, (b) the Vice President and (c) the Secretary-Treasurer. The duties of
382 the President shall be the same as those of a Chapter Chancellor and the duties of the Vice-
383 President shall be the same as those of a Chapter Censor. The duties of the Secretary-Treasurer
384 shall be the same as those of both a Chapter Scribe and a Chapter Treasurer. The annual election
385 of the officers of an Alumni Association Chapter may be held at such time as the members
386 thereof, shall determine to be appropriate for the Chapter.
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388 Section 6.03. Alumni Association Operations. Alumni Associations shall operate under
389 established guidelines as authorized by the High Council.
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391 **ARTICLE VII**

392 **MISCELLANEOUS**

393 Section 7.01. Colors. The colors of The Fraternity of Alpha Zeta shall be mode (Old Gold) and
394 sky-blue.
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396 Section 7.02. Flower. The flower of The Fraternity of Alpha Zeta shall be the pink carnation.
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398 Section 7.03. Emblems. The emblems of The Fraternity of Alpha Zeta shall consist of a pin and
399 a key, the exact size and style of which shall be determined by the High Council. The key shall
400 be of gold with a monogram of the letters "AZ" in black enamel. The pin shall be a gold "A"
401 mounted on a gold "Z" and shall bear the following symbols: an eye near the point of the "A" at
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405 the union of the bars; a black dot at each extremity of the upper bar of the "Z"; and a star on the
406 cross bar of the "A". All of said symbols and markings shall be of appropriate size and appear on
407 the face of the pin. The High Council may appoint an official jeweler for the manufacture of such
408 pins and keys.

409 Section 7.04. Fees and Charges. Initiation fees shall be established in Biennial Conclave by the
410 affirmative vote of two-thirds (2/3) of the voting members present. Subsequent to their initiation
411 each member shall be requested to contribute annual dues to the National Office. The High
412 Council shall annually establish the annual dues amount and that portion thereof which may be
413 dedicated to either a particular Chapter or Alpha Zeta Foundation, Inc., by the members paying
414 such dues. All other fees and charges shall be established by the High Council or Chapter, as the
415 case might be, and shall bear a reasonable relationship to the service or benefit to which such
416 fees and charges are attributable.

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418 Section 7.05. Method of Communication. As used throughout these Bylaws, the terms "mail",
419 "mailed", "sent", "notice of" and "received" shall include both paper mail through the United
420 States Postal Service or electronic communications via any provider authorized by The Fraternity
421 of Alpha Zeta.
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423
424 **ARTICLE VIII**
425 **AMENDMENTS**

426
427 Section 8.01. Amendments. These Bylaws may be amended by the affirmative vote of a two
428 thirds (2/3) majority of the members present at any Biennial Conclave if the proposed
429 amendment has been submitted to the voting members at least ninety (90) days in advance of said
430 Biennial Conclave. In any other case the Bylaws may be amended only upon the affirmative vote
431 of a majority of all voting members other than High Council.

432
433 **ARTICLE IX**
434 **ROBERTS RULES OF ORDER**

435
436 Section 9.01. Roberts Rules of Order. Anything that is not covered under Alpha Zeta bylaws
437 will refer to the most current edition of Roberts Rules of Order.