

**ARTICLES OF INCORPORATION OF THE**

**Greek Alumni Alliance**

**WHEREAS,** on November 13, 2004 the members of said Corporation at a regular meeting held in Ames, Story County, Iowa, authorized and directed H. Dana Bentzinger, President, and Rebekah Althoff, Secretary, of said corporation to prepare and file Articles of Incorporation of said Corporation, pursuant to Iowa Code §504A.29, which said Articles of Incorporation were approved by the general members,

**NOW THEREFORE,** the undersigned, H. Dana Bentzinger, President, of "**Greek Alumni Alliance**", and Rebekah Althoff, Secretary of said corporation, hereby file for and on behalf of said corporation the following Articles of Incorporation and declare that these are the official Articles of Incorporation of said corporation, as follows:

# ARTICLES OF INCORPORATION OF THE **Greek Alumni Alliance**

**Adopted November 13, 2004**

**Article 1. Name**

The name of this corporation shall be the **Greek Alumni Alliance** and its principal place of business shall be in the City of Ames in Story County, Iowa.

**Article 2. Purpose and Powers**

The purpose and powers of **Greek Alumni Alliance** shall include, but not be limited to, the following items:

1. To provide support for the long-term viability and growth of the Greek community for students attending Iowa State University.
2. To provide a common forum for the dissemination and discussion of information and ideas of interest to the alumni members of the Greek System at Iowa State University.
3. To create an organization which may, when authorized to do so by the general members of the organization, represent the collective interests of the Corporate Housing, Alumni Boards and other interested parties.
4. To make and enter into contracts, borrow money, and own and transfer property, possessing the same powers in such respects as natural persons.
5. To serve as an advocate for issues important to the Greek community at Iowa State University to the University and other governmental bodies.
6. To interface with and support the Iowa State University Greek organizations, their leadership, and the Office of Greek Affairs.
7. To do any and all things necessary and incidental to the accomplishment of the foregoing purposes.

**Article 3. Period of Incorporation**

This corporation shall endure in perpetuity unless dissolved by a two-thirds vote of those present and voting of the members of the **Greek Alumni Alliance**, at a meeting to be called for that purpose by the officers of the organization.

**Article 4. Membership**

Membership shall be defined as follows.

**4-401. General Membership**

The Alumni, Housing, and/or Corporate Board (hereafter referred to as “Board”) of any undergraduate Greek Fraternity or Sorority recognized by the Greek Affairs Office as a member of the Greek System at Iowa State University or organized one of the four national Governing Councils (NPC, NIC, NPHC, or NALFO) shall automatically be granted membership in the **Greek Alumni Alliance**. Each Board shall be entitled to designate two non-collegiate individuals who shall serve as representatives to any called meeting of the **Greek Alumni Alliance**.

**4-402. Full Membership**

Full membership in **Greek Alumni Alliance** shall be defined to include all individual Boards who have paid the current dues of the organization.

The voting rights of full members are defined in the By-Laws of the **Greek Alumni Alliance**.

**4-403. Reserve Membership**

Reserve membership in **Greek Alumni Alliance** shall be defined to include all individual Boards who have **not** paid the current dues of the organization.

The voting rights of reserve members are defined in the By-Laws of the **Greek Alumni Alliance**.

**4-404. Officers**

The officers of **Greek Alumni Alliance** shall be individuals of those Boards that qualify for general membership.

**Article 5. Board of Directors**

The affairs of this corporation shall be conducted by a Board of Directors, who shall be members of the **Greek Alumni Alliance**.

**5-501. Officer Titles of the Board of Directors**

The titles of the officers shall be President, Vice-President, Treasurer, and Secretary.

Ex-officio members will include IFC, CPC, and NPHC Presidents.

**5-502. Restrictions**

No person may hold more than one office, unless an office is vacant, at which point the responsibilities for that office may be reassigned between the remaining officers until such time as a replacement may be found and voted into the vacated position.

No two or more officers may be alumni members of the same fraternity or sorority.

Replacement of an officer must be by a person whose Board qualifies in all respects for general membership in the organization.

No individual may serve as both Treasurer and President simultaneously.

No person may serve for longer than two consecutive years in any one office.

**5-503. Officers of the Greek Alumni Alliance**

For the purpose of filing any and all documents, or official representation of the organization to governmental bodies or legal or commercial organizations, the President and the Secretary of the Board shall be designated as the official "**Officers of the Greek Alumni Alliance**", with all responsibilities, authorities and rights thereof.

As of the date of adoption of these articles, the names and addresses of the President and Secretary of the organization are as follows:

H. Dana Bentzinger  
President – Greek Alumni Alliance

Rebekah Althoff  
Secretary – Greek Alumni Alliance

**5-504. Duties and Authority of the Officers**

Specific duties and authorities for each officer shall be defined in the By-Laws of the **Greek Alumni Alliance**.

**Article 6. Meetings**

Meetings of **Greek Alumni Alliance** shall be held on an as needed basis to be determined by the general members of the organization. At least one meeting of the organization shall occur on an annual basis.

**Article 7. Present Officers**

The names of the members of the officer's as of November 13, 2004, and their respective positions are follows:

Name	Position
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H. Dana Bentzinger	President
Chelon Stanzel	Vice-President
Phil Kaser	Treasurer
Rebekah Althoff	Secretary

**Article 8. Procedure for the Election or Removal of an Officer**

Officers of **Greek Alumni Alliance** shall be elected by the general members personally present, at a meeting called for that purpose. Specific election requirements are described in this article. The individual who receives the largest number of votes for a specific officer position shall be elected to fill that position.

**8-801. Officer Election**

The officers of the **Greek Alumni Alliance** shall be elected solely by a direct vote of the general members. Each officer shall be up for election or re-election each year at the end of their term. If an officer resigns or is removed from office prior to the end of their term, their successor may stand for election or re-election.

Each general member of the organization shall be entitled to one vote per officer position.

Voting for officer candidates shall be by secret ballot. The secretary of the organization shall prepare a ballot prior to the election which shall provide for write-in votes for each position in addition to those persons nominated for each office.

**8-802. Nominations**

Nominations for all officer positions shall be made at the meeting immediately prior to, or at the meeting at which, elections shall be held for the officer positions of the organization.

Any member of the organization may be nominated for a position subject to the restrictions specified in Article 5 of this document.

**8-803. Tie Votes for Officer Positions**

When a tie vote occurs for an officer position, the resolution for this situation shall be handled as described below.

1. If two or more individuals receive exactly the same number of votes for an open position, then
2. The general members present at the meeting shall vote via secret ballot between the individuals who have received the exact same number of votes to determine who will be elected to the open position.

**8-804. Term of Office**

The term of office shall be for a period of one year, running from January 1 to December 31 of each calendar year. Any general member may stand for election, or re-election, to an officer's position.

**8-805. Officer Vacancies**

The officer's shall have the sole authority to fill any vacancies for a position as specified in the By-Laws of the **Greek Alumni Alliance**.

**8-806. Removal of an Officer**

An officer may be removed for just cause. This is defined as failure to attend two or more regularly called meetings within a given calendar year or for malfeasance, misfeasance, nonfeasance, or negligence in the performance of their duties as an officer, as determined by the general members of the organization.

Removal of an officer requires a two-thirds majority vote of the members present at general meeting at which the motion to remove is made.

**Article 9. By-Laws of Greek Alumni Alliance**

The general members of **Greek Alumni Alliance** may adopt By-Laws and may address therein such matters as the members feel necessary and appropriate. Approval of the By-Laws shall be by

a two-thirds vote of all general members of the **Greek Alumni Alliance** present at a called meeting at which a quorum is present.

Any general member may propose a change to the existing by-laws as specified in the Amendments to the By-Laws section of the By-Laws of the **Greek Alumni Alliance**.

**Article 10. Adoption of, or Amendments to, the Articles of Incorporation**

Proposals for the adoption of, or changes to, the Articles of Incorporation may be made by any general member. Proposals for amendments to the Articles of Incorporation must be made at one meeting, but may not be voted on at the same meeting. Votes on these amendments shall be conducted at the following general meeting, at which all general members may vote on the proposal(s) in person.

The Secretary is responsible to inform the members of any and all amendments, and solicit their input on them, so far as it is reasonable to do so.

Notice of the proposed amendments must be provided to as many members as practical prior to the vote on changes to the Articles of Incorporation. Such notice must occur at least 30 days prior to the vote on the proposed changes to the Articles of Incorporation.

A majority vote of the general members present and voting at the meeting, or voting via approved proxy received by the Secretary prior to the date of the vote, is required to approve or disapprove any proposed change to the Articles of Incorporation.

**Article 11. Disposition of Assets on Dissolution**

In the event of dissolution of **Greek Alumni Alliance**, and the complete liquidation of its assets, after complying with all statutory requirements concerning liabilities, the officers shall distribute the remaining assets in equal shares to all full members of the organization.

**Article 12. Corporation not for Pecuniary Profit**

This corporation shall not be maintained or operated for pecuniary profit or for private or personal pecuniary gain, profit or benefit.

**Article 13. Corporation Seal**

This corporation shall not have a corporate seal.

**WITNESS** our signatures this 13th day of November, 2004.

<hr/>	November 13, 2004
H. Dana Bentzinger - President	
<hr/>	November 13, 2004
Chelon Stanzel - Vice-President	
<hr/>	November 13, 2004
Rebeckah Althoff - Secretary	
<hr/>	November 13, 2004
Phil Kaser - Treasurer	