

ALPHA PHI ALPHA FRATERNITY, INC.®

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Herman "Skip" Mason, Jr.
General President



William Douglass Lyle.
Executive Director

Preface:

Brothers of Alpha Phi Alpha Fraternity, Inc.,

In accordance with the 2006 – 2011 Strategic Plan, Goal #1: Operations Management – To develop a set of operating policies and procedures to govern all aspects of Fraternity Operations, this document contains the Official Governing Policy Guidance and Regulations of Alpha Phi Alpha Fraternity, Inc.

In Accordance With Article 1I Section 2.3 the General Convention remains the sole and supreme legislative body having the power to enact legislation for the regulation of all matters pertaining to the General Organization, except as otherwise provided for. These regulations neither supersede nor negate that authority.

In Accordance With Article IX Section 2.1 the Board of Directors shall develop policies and programs which are within the limits of constitutional provisions and shall, from time to time recommend to the General Convention such legislative changes as may be necessary to give effect to, or ensure the implementation of, recommended policies and programs.

As such, Regulations and Policy Guidance Manuals are created by various Board Committees with management input on the specific subject areas. These standards and operating procedures are then approved for implementation by the Board of Directors of the Fraternity. In each instance they are designed and structured to be in agreement with the Spirit and Intent of the Alpha Phi Alpha Fraternity, Inc. Constitution as approved and amended by the General Organization.

Following are the Official Regulations and Policy Guidance of the Fraternity to be amended and supplemented in accordance with the established procedures as stated above. This is neither a permanent nor all inclusive listing.

William Douglass Lyle
Executive Director

Herman "Skip" Mason, Jr.
General President

Founders

Henry A. Callis Charles H. Chapman Eugene K. Jones George B. Kelley Nathaniel A. Murray Robert H. Ogle Vertner W. Tandy

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SECTION I: ACCOUNTING

SP Goal #4: Fiscal Management

To develop a financial infrastructure that clearly defines processes for proper fiscal accounting and management, preserves organizational integrity, and promotes strategic revenue generation.

As proscribed comprehensive General Office procedures have been developed and approved, see: **“Alpha Accounting Policies Procedure Manual”** it includes all constitutional requirements for governance.

- 1.1. The Accounting section of the Operations governs all fiscal matters of the fraternity.
- 1.2. The General Treasurer shall have charge of and be responsible for the proper safeguard of all monies, funds and securities of the General Organization.
- 1.3. The General Treasurer shall be required to deposit in an approved bank all funds of the General Organization received by him within five (5) business days after such receipt.
- 1.4. The funds of the General Organization shall be disbursed by the General Treasurer only upon written orders signed by the Executive Director and the Comptroller.
- 1.5. The Life Membership Reserve Fund, including all cash and all instruments of investment, shall be maintained in records and accounts that are separate, distinct, apart from and that are in addition to, any and all other funds and/or accounts of the General Organization, or any ancillary body thereof.
 - 1.5.1. The bond, the amount and form of which shall be determined by the Board of Directors, on the advice of and with the approval of the General Counsel, shall be sufficient in amount and comprehensive enough in scope to ensure the Fraternity against loss from any cause arising out of the conduct or actions of the General Treasurer.
 - 1.5.2. The bond, the amount and form of which shall be determined by the Board of Directors, on the advice of and with the approval of the General Counsel, shall be sufficient in amount and comprehensive enough in scope to ensure the Fraternity against loss from any cause arising out of the conduct or actions of the Comptroller.
- 1.6. The Executive Director authorize orders on the treasury for all budgeted expenditures approved by the General President or the Board of Directors
- 1.7. The Executive Director deposit all funds of the Fraternity within five (5) business days of the receipt thereof.
- 1.8. The Executive Director at least once in each year deliver his books and records to the person or persons authorized by the Fraternity to audit such books and records.

1.9. General Organization Matters

- 1.9.1. All funds of the General Organization shall be deposited in the name of ALPHA PHI ALPHA FRATERNITY, INC. in financial institutions selected by and/or approved by the Board of Directors.
- 1.9.2. Any financial institution in which funds of the General Organization are deposited shall be insured by the Federal Deposit Insurance Corporation, or other similar United States governmental deposit insurance program; or the Securities Investors Protection Corporation, their successors or assigns.
- 1.9.3. All funds of the General Organization shall be invested in authorized investments only, except upon the prior and specific approval of the Board of Directors. Authorized investments shall consist of those investments, which appear within the investment guidelines as adopted and amended by the Board of Directors.
- 1.9.4. The General Treasurer, the Comptroller, the Executive Director, each Assistant Executive Director and each employee in the General Office shall be covered by a blanket position surety bond approved by the Board of Directors, the amount in each instance to be determined by the financial responsibility for the aforementioned officers; but in no case shall such bond be for less than one hundred thousand dollars (\$100,000.). The cost of the bond shall be borne by the General Organization.
- 1.9.5. The bonds of all General Officers requiring such shall be deposited with the General President. These bonds shall be kept in a safety deposit box, the expense of which shall be borne by the General Organization.
- 1.9.6. The Fraternity's Fiscal year shall commence on January 1st of each year and shall conclude on December 31st of that year

SECTION II: ADMINISTRATIVE

SP Goal #1: Operations Management

To develop a set of operating policies and procedures to govern all aspects of Fraternity operations.

- 2.1. To structure the work of the staff of the General Office, clear and specific administrative policies are being developed which encompass: Documentation Management, Documentation Transmittal, Documentation Retention, Internal and External Communications

SECTION III: AFFILIATE ENTITIES

SP Goal #1.3: Operations Management

Clarify all relationships between the Fraternity and all foundations and affiliated entities.

In accordance with Article IX Section 3 of the National Constitution, you are hereby provided the following as additional implementation guidance.

- 3.1. As it relates to the formation and governance of Foundations established by Chapters of Alpha Phi Alpha Fraternity, Inc. and/or members of the Chapter on behalf of the Chapter, and their resulting activities there are several issues of paramount concern:
- 3.2. Relationships between chapters and affiliated entities and the open disclosure of information. The above referenced constitutional article specifically dictates the relationship which should exist between these entities, however in too many instances there exists a separation between the two organizations that is dysfunctional; chapters should have memorandums of understanding which clearly state how they will interact with the foundations.
- 3.3. Issues of and the rights of Intellectual Property: As it specifically relates to the National Programs of the Fraternity as facilitated and implemented by our Education Foundation, lower level entities (Chapters and Foundations) must operate in a manner consistent with the workings of the National Bodies (Fraternity and Education Foundation); additionally, if in any way chapters or non-profit entities are creating personal or chapter commercial marketing ventures without a contract issued by the General Office, then there is the possibility that you are in violation of federal and state laws. All symbols of Alpha Phi Alpha Fraternity, Inc., are protected by federal trademark law. Unauthorized use of the Fraternity's symbols will violate numerous state and federal statutes. For example, any unauthorized use violates 15 U.S.C. § 1114(a) for trademark infringement; 15 U.S.C. § 1125(a) for false designation of origin and false representation; 15 U.S.C. § 1125(a) for trademark dilution; common law and statutory injury to business reputation; common law trademark infringement; common law unfair competition; and unjust enrichment. Federal law also allows the Fraternity to recover its cost and attorneys' fees for any resulting lawsuit to enforce its' rights. In addition to federal and state trademark violation, you may also violate the federal Copyright Act. This Act provides for monetary damages that may be measured either by (1) any actual damages suffered by the Fraternity plus any profits you have made as a result of the infringement, or (2) statutory damages.

3.4. Policy Guidance:

- 3.5. Each Alpha Chapter that has created a 501c3 affiliated entity (Foundation, Institute, etc) shall forward immediately to the office of the Executive Director the following items:
 - 3.5.1. Articles of Incorporation
 - 3.5.2. Bylaws
 - 3.5.3. Registered Agent Documentation
 - 3.5.4. Annual 990 (2006 – 1996 Inclusive as applicable)
 - 3.5.5. Annual Budget (2007 – 1996 Inclusive as applicable)
 - 3.5.6. Annual Audits
 - 3.5.7. Copy of Fund Solicitation documents
 - 3.5.8. Listing of organization (foundation and/or institute) members and officers
 - 3.5.9. Memorandum Of Understanding (MOU) between the chapter and affiliated entity if there is one
- 3.6. Every 501c3 Charitable Organization, however it is named, established by any Chapter of Alpha Phi Alpha Fraternity, Inc., and/or members of said Chapter, must file a copy of its annual report to the Secretary of State in which it is Chartered with the Office of the Executive Director.
- 3.7. Each chapter and or foundation which seeks to create a revenue generating venture must submit the proposal documents to the Office of the Executive Director to ensure that the venture is in compliance with established practices.

SECTION IV: AFFILIATE ORGANIZATIONS

SP Goal #5.3 Mission Statement & Partnership Alignment

We have entered into and maintain relationships with various professional and community service agencies in each of these relationships we have either a formal membership or a Memorandum of Understanding outlining the terms of our agreement.

- 4.1. ASALAH – Association for the Study of Life and History of African Americans
- 4.2. BBBS – Big Brothers Big Sisters
- 4.3. Boy Scouts of America
- 4.4. LCCR – Leadership Council for Civil Rights
- 4.5. MoD – March of Dimes
- 4.6. NIC – North American Inter-Fraternity Council
- 4.7. NPHC – National Pan-Hellenic
- 4.8. NCBCP – National Coalition for Black Civic Participation
- 4.9. NAACP – National Association for the Advancement of Colored People
- 4.10. NUL – National Urban League

SECTION V: CHAPTER ORGANIZATION

SP Goal #3: Leadership Management

We will effectively manage chapter operations. Within this area a comprehensive Chapter and Officer Development manual has been developed it encompasses each of the listed constitutional requirements.

- 5.1. Each Chapter, whether College or Alumni, shall provide in its Constitution and By-Laws for the following officers: President, Vice Present, Secretary, Treasurer, Associate Editor of "The Sphinx", Chaplain, Historian, Director of Educational Activities, Chairman of Membership Intake ("Membership Chairman").
- 5.2. Each Chapter, whether College or Alumni, may elect or cause to be appointed such other officers as may be required.
- 5.3. Each College Chapter shall hold its annual election at the first regular meeting in April, and the successful candidate shall take office not later than the first regular meeting the following semester and or quarter
- 5.4. Dates shall take office no later than first regular meeting, the following fall term.
- 5.5. Each Alumni Chapter shall hold its annual election at the first regular meeting in May, and the successful candidates shall take office not later than the first regular meeting the following September.
- 5.6. Chapter officers shall serve for a term of one year or until there successors are elected and qualified.
- 5.7. The names and addresses of the officers elected shall be submitted to the Office of the Executive Director within ten (10) days after election. The Executive Director shall thereafter forward such names and addresses to the Regional Vice President and such other General Officers and Committee Chairmen as may request them.
- 5.8. Upon the establishment of a Chapter pursuant to this Constitution, the Office of the Executive Director shall provide to that Chapter a Charter, Seal, Ritual, copies of each Fraternity Manual, c Constitution and By-Laws, and other official documents necessary for the administration of the General Organization's business at the Chapter level.
- 5.9. Each duly established Chapter shall have the right to use the General Organization's symbols, shield and other emblems which designate an affiliation with the General Organization, except that such right and use shall be restricted to the provisions of the Constitution and By-Laws and other rules and regulations which may be adopted from time to time.
- 5.10. The Chapter's officers shall have the absolute responsibility and obligation to maintain the custody and control over the General Organization's property when so requested by the General Organization or any Committee having authority to require same, pursuant to the Constitution and By-Laws.
- 5.11. When a College or Alumni Chapter has been inactive for a period of three consecutive years and the Regional Vice President having jurisdiction has

reason to believe the Chapter unlikely to reactivate, the Vice President may initiate action leading to the dechartering of the Chapter. If extraordinary and compelling circumstances warrant, the Regional Vice President may, after providing for due process, take dechartering action against a Chapter.

- 5.12. Notification of intent to decharter a Chapter must be circulated by the Executive Director to all Chapters within the affected region. Interested Brothers shall have a six-month period in which to reactivate the Chapter, prior to which, no dechartering action will be final.
- 5.13. The name and key number assigned to a Chapter may not be reassigned until after final dechartering of a Chapter.

SECTION VI: COMMITTEES

6.1. The Committee on Elections

- 6.1.1. Immediately after an appointment is made under the provision of this Section, the Executive Director, acting on behalf of the ad hoc committee, shall notify all Chapters.
- 6.1.2. The Committee shall recommend to the General Convention, for its approval, suitable rules and procedures for the conduct of elections to General Offices.
- 6.1.3. The Committee shall supervise the elections of all General Officers in accordance with the rules and procedures approved by the General Convention, and in a manner not inconsistent with the provisions of the Constitution and By-Laws.

6.2. The Committee on Educational Activities

- 6.2.1. The Board of Directors, on the recommendation of the General President, may engage on a contractual basis such other employees as may, from time to time, be necessary to assist the Executive Director in the conduct of the work of his office.

6.3. The Committee on Housing Committee

- 6.3.1. The Director of Housing Activities shall plan and direct the operation of the housing activities and programs of the Fraternity.
- 6.3.2. The Director of Housing Activities shall provide the liaison between the Fraternity and the Alpha Phi Alpha Building Foundation, Incorporated. He shall serve as the medium of communication between the local and regional bodies of the Fraternity and the Building Foundation.

6.4. The Committee on Constitution

- 6.4.1. The Committee shall make recommendations to the General Convention with respect to all proposed amendments to the Constitution and By-Laws, which may properly be referred to it for consideration.
- 6.4.2. The Committee may on its own motion make recommendations for corrections of text which do not alter the substance of an existing Article or Section or a proposed amendment thereto.

6.5. The Committee on Budget Finance

- 6.5.1. The Committee, without limiting the generality of this subsection, shall have the following duties and responsibilities it shall study the expenditures of the several departments of General Organization?
- 6.5.2. The General Organization shall recommend budgets to the Board of Directors and to the General Convention.

- 6.5.3. It shall recommend to the Board of Directors and to the General Convention a program whereby the funds of the Fraternity may be invested in such manner as to yield a reasonable income
- 6.5.4. It shall recommend for the approval of the Board of Directors and the General Convention an outline of rules and procedures for the expenditure of funds.
- 6.5.5. It shall recommend to the Board of Directors and the General Convention suitable depositories for the Fraternity's funds.
- 6.5.6. It shall maintain a continuous audit of budgeted financial operations and shall determine quarterly allocations within the maximums established in the approved budget.
- 6.5.7. Three members of the Budget and Finance Committee shall be appointed to serve as the Finance Sub-Committee.
- 6.5.8. A Quadrennial Financial Analysis: The Committee shall engage an Accounting Firm to conduct an overall financial analysis of the General Organization every four years. This analysis will be used to streamline operations and recommend a fee structure to ensure the Organization continuously operates within its means. All recommendations must be approved by the General Convention before becoming active.

6.6. The Committee on Membership, Standards & Extension

- 6.6.1. The Committee shall recommend for the approval of the General Convention standards and criteria for the establishment of College and Alumni Chapters
- 6.6.2. The Committee shall investigate and report on the academic standing of those institutions enrolling students who submit petitions to the Executive Director for the establishment of College Chapters. Investigations of the petitions for the establishment of Alumni Chapters shall include, but not necessarily be limited to, a comprehensive assessment of the potential of petitioners to organize and maintain viable Alumni Chapters. A report of the findings shall be submitted to the Executive Director, together with recommendations to the General Convention or the Board of Directors, as appropriate, of the action to be taken on petitions.
- 6.6.3. The Chairman of the Committee shall in all cases advise the appropriate Regional Vice President whenever investigations of academic institutions within his jurisdiction are being undertaken.
- 6.6.4. Pursuant to the Constitution and By-Laws, the Committee shall have the duty and responsibility of receiving and preserving all of the property of the General Organization in the custody of the Chapter and depositing same at the General Office of the General Organization. Upon the restoration or reactivation of the Chapter, the Committee shall return such property to the custody of the Chapter

and report its action to the appropriate Regional Vice President and to the Board of Directors.

- 6.6.5. The Committee may recommend the suspension or deactivation of a Chapter to a Regional Vice President, or, where appropriate, the General Convention, when it determines a Chapter to be in violation of the Constitution and By-Laws or other rules which regulate the activity and business of a Chapter.

6.7. The Historical Commission

- 6.7.1. The Commission shall be composed of Brothers of long-standing membership as may be appointed by the General President.
- 6.7.2. The Historian shall serve as Chairman of the Commission.
- 6.7.3. The Commission shall assist the Historian in maintaining and documenting the series of significant events in the continuity of the Fraternity through the years and in the preservation of an historical tradition.
- 6.7.4. The Commission shall report its activities to the General Convention and shall make recommendations for reprinting and new editions of the Fraternity's published history, as these become necessary to describe events and personalities in proper perspective.

6.8. The Committee on Publications

- 6.8.1. The Committee shall determine the editorial policies and supervise the publication of "The Sphinx."
- 6.8.2. The Committee shall make recommendations for revisions to existing publications and for the development of new publications, due regard being paid to the welfare of the Fraternity.
- 6.8.3. The Committee shall coordinate its editorial and publications operations with the General Office.

6.9. The Committee on Personnel

- 6.9.1. The Committee shall develop a Personnel Code, provide job descriptions, and conduct a review of the duties and responsibilities of staff of the General Office and the General Organization.
- 6.9.2. The Committee shall evaluate and report to the Board of Directors on the qualifications of applicants for professional positions.
- 6.9.3. The Committee shall from time to time recommend to the Board of Directors appropriate schedules of salaries and emoluments to be applied to the staff of the General Office.
- 6.9.4. Whenever staff vacancies occur, particularly those at the professional level, notices thereof shall be sent to all Chapters, and shall be published in "The Sphinx."

6.10. Commission on College Brothers' Affairs

- 6.10.1. The commission shall be composed of all five Regional Assistant Vice Presidents; five College Brothers, one from each respective region, appointed by the General President from recommendations by the Regional Vice President and/or the Regional Assistant Vice President and one Chairman (initiated in a College Chapter) appointed by the General President.
- 6.10.2. All Commission members shall serve for two years, with Regional Assistant Vice Presidents serving as long as they are members of the Board of Directors.
- 6.10.3. The Commission shall serve as the official voice of the College Brothers to address all concerns, issues and recommendations to the Board of Directors and to the General Convention.
- 6.10.4. The Commission shall supervise and serve as an advisory board on all College Brothers' activities and events during the General Convention.
- 6.10.5. The Commission shall make recommendations to the General President for various College Brothers' appointments to various Committees, as needed.
- 6.10.6. The Commission shall act as representatives and shall serve as representatives to all ad hoc committees regarding the intake of members.

6.11. Commission on Racial Justice

- 6.11.1. The Commission on Racial Justice shall be the entity that serves as liaison with communities, churches and interfaith groups, in the name of the Fraternity, to combat discrimination and secure justice for Blacks and other deprived peoples. As an advocacy unit it shall campaign on behalf of domestic and international concerns as the same relate to governmental group repression, political injustice, famine and other forms of human misery.

SECTION VII: COMMUNICATIONS

SP Goal #2: Communications, Public Relations and Brand Management

To develop a comprehensive plan to address internal Communications/Public Relations and the overall Brand Management of Alpha Phi Alpha.

7.1. The Board Committee, working with appointed staff and consultants are developing this plan.

SECTION VIII: CONSTITUTION

SP Goal #1 :Operations Management

To develop a set of operating policies and procedures to govern all aspects of Fraternity Operations.

8.1. Chapter Constitutions

- 8.1.1. Chapters shall adopt a Constitution and By-Laws which shall not conflict with the Constitution and By-Laws of the General Organization. They shall submit the adopted Constitution and By-Laws, and any amendments thereto, to the Office of the Executive Director for the approval of the General President or his designee. Neither the adopted Constitution and By-Laws, nor any amendments thereto, shall be in force or effect until approved by the General President or his designee.
- 8.1.2. Chapter shall submit its Constitution and By-Laws, and any amendments thereto, to the Office of the Executive Director for the approval of the General President.
- 8.1.3. Neither the Constitution nor By-Laws of a Chapter, nor any -amendments thereto, shall be in force or effect until approved by the General President or his designee.

SECTION IX: CORPORATE HEADQUARTERS

SP Goal #1.4: Operations Management

To Develop a three tiered plan for headquarters operations focused on the facility.

- 9.1. The Chairmen of the Building Foundation and Facility Maintenance Committee are leading a joint task force to develop a comprehensive maintenance and renovation plan to include routine and standard operating procedures.
Pending Board Review and Approval.

SECTION X: DISCIPLINE

SP Goal #1: Operations Management

To develop a set of operating policies and procedures to govern all aspects of fraternity.

SP Goal #3: Leadership Management

Since all Alpha Men are leaders, we will effectively and efficiently manage membership intake, retention, training, development, and chapter operations. The assumption here is that all members (potential, current, and future) are leaders.

- 10.1. The General Convention by the majority vote, may declare a Chapter inactive if its membership becomes less than seven; or for refusal to pay grand taxes, Chapter tax or Chapter Insurance Fee; or for failure to be represented at any of two successive General Conventions; or for violation of the Constitution and By-Laws or the Ritual of the Fraternity.
- 10.2. A Chapter which has been declared inactive may apply for reinstatement by submitting a written petition to the Executive Director, who shall refer the petition immediately to the General Convention, if it is in session, or to the Board of Directors.
- 10.3. Controversies and misunderstanding of a local nature arising in Chapters shall be referred in the first instance to the appropriate Regional Vice President for his disposition. Chapters shall have the right of appeal to the General Convention or the Board of Directors.
- 10.4. No Chapter shall be granted authorization to conduct intake activities unless that Chapter has paid its Chapter Tax and Chapter Insurance Fee for the current year and is otherwise in good standing with the General Organization.
- 10.5. The Regional Vice President shall have authority to suspend a member of a chapter. The suspended member or chapter shall have the right of appeal to the General Convention or, the Board of Directors if the convention is not in session.
- 10.6. The procedure for removal of any officer of any unit of the General Organization shall be via a recall election; held immediately upon petition by two-thirds the number of the members casting votes in the election of the officer.
- 10.7. In the event of extraordinary and compelling circumstances, the Regional Vice President shall have the authority to suspend a member. Such suspension and the reasons therefore must be notified to the General Convention, or, if it is not in session, to the Board of Directors for its disposition at the next meeting. The suspended member shall have the right of appeal to the General Convention or, as appropriate, the Board of Directors.

- 10.8. The General Convention or, as appropriate, the Board of Directors may censure a member for conduct inconsistent with the traditions and usages of the Fraternity, or for the commission of any act which tends to reflect unfavorably upon the Fraternity. Such penalty may be in addition to expulsion if the General Convention so decides.
- 10.9. In instances where the commission of an act by a member has reflected unfavorably upon the Fraternity, the General Convention or, as appropriate, the Board of Directors may direct that suitable publicity be given to its imposition of censure on the offending member.
- 10.10. A chapter which initiates a recommendation to the General Convention for the expulsion of one of its members shall serve upon the member subject to such action a written notice of the intended action, together with a specification of the charges, at least thirty (30) days prior to the opening day of the General Convention at which the case is to be heard. Copies of the notice shall also be sent at the same time to the Executive Director and to the Regional Vice President concerned.
- 10.11. The Executive Director, immediately upon the receipt of copies of the notice and charges, shall inform the expelled member, by registered letter, return receipt requested, of the contemplated action against him.
- 10.12. A member against whom the contemplated action of expulsion has been recommended, shall be give the opportunity to appear in his defense before the Committee on Grievances and Discipline of the General Convention. In the event of his inability to appear in his own defense, the member against whom action is contemplated may select, or request the General President to appoint, a member in good standing to represent him.
- 10.13. The Executive Director, upon receipt of an application for reinstatement, shall notify the expelled member's Chapter, and likewise, shall notify the Chapter of the action taken on the application by the General Convention.
- 10.14. Each Chapter shall have the power to discipline its members and to impose, as appropriate, the penalty of censure, fine, or suspension.
- 10.15. A member not at the seat of his Chapter shall be reported to his Chapter for conduct unbecoming to a member of the Fraternity provided, however, that charges against the member are reduced to writing and signed by the reporting member. Copies of such charges shall be sent at the same time to the Executive Director and the appropriate Regional Vice President.
- 10.16. The title to each ALPHA PHI ALPHA FRATERNITY "Badge" shall be vested in the General Organization. Upon the expulsion of a member, the Executive Director shall demand the return of the "Badge," invoking the due process of law for the purpose, if necessary. On the return of the "Badge," the Executive Director shall reimburse the expelled member.

SECTION XI: ELECTION

- 11.1. In the case that there are more than two nominees, the General Convention shall consider candidates nominated for the office of General President and shall act to decide finally which candidates shall be presented to the entire membership.
- 11.2. The election General Offices of Regional Vice President and Assistant Vice President shall be held by secret ballot and majority vote. This election shall be held immediately at the site of the Convention.
- 11.3. In the year in which a General Convention is not held, the installation of the Regional Assistant Vice President shall be performed at the Regional Convention during the year of his election.
- 11.4. The names of the General Officers so elected shall be forwarded to the Executive Director within (30) days of the termination of the Regional Convention for confirmation by and installation at the next succeeding General Convention.
- 11.5. The candidate receiving the largest number of votes cast shall be declared elected to office; except when there is only one nominee, the Executive Director shall, by a motion passed by the delegates, cast a single ballot for said officers.
- 11.6. Unless otherwise specifically provided for elsewhere in the Constitution and By-Laws, all officers shall be installed at a General Convention, and shall hold office until their successors are elected, or appointed and qualified.
- 11.7. Those qualified and eligible to vote for General Officers shall record their votes on ballots prepared for the purpose and issued according to the rules and procedures promulgated by the Committee on Elections.
- 11.8. The General President shall appoint two tellers and one tallyman for the counting of ballots. The Chaplain of the Convention shall serve as the observer during the counting of the ballots.

SECTION XII: EXECUTIVE BOARD OF DIRECTORS

- 12.1. The minutes of all Board of Directors meetings, including the action taken, shall be mailed to all Chapters within thirty (30) days. The Board of Directors shall designate the official Jeweler, who shall be instructed to make no insignia of Alpha Phi Alpha Fraternity, Incorporated except upon a written order from the Executive Director. The official Jeweler shall make no other insignia of the Fraternity.

SECTION XIII: EXECUTIVE DIRECTOR

- 13.1. Executive Director shall be an active member of the Fraternity and shall be selected on the basis of proven professional qualification requisite to the duties and responsibilities of his office.
- 13.2. He shall within sixty (60) days after the conclusion of each General Convention cause the minutes of the proceedings to be printed and shall send a copy thereof to the Secretary of each Chapter.
- 13.3. He shall permit access to the books, papers and records of his office only to those members or other persons who have the written authorization of the General President or, as appropriate, the designated member or members of the Board of Directors.
- 13.4. He shall prepare his convention report on the basis of the status of accounts as of the first of the month immediately preceding that in which the General Convention is held, the original of such report to be certified by him and sent to the General President. He shall make such other reports as the Fraternity may, from time to time, direct.
- 13.5. He shall maintain a record of all members of the Fraternity, which record shall show for each member, among other things: the date of initiation; the Chapter in which he was initiated; and payments, together with the purpose therefore, to individual accounts.
- 13.6. He shall, in accordance with provisions made elsewhere in the Constitution and By-Laws, cause due and timely notice of the meeting of any General Convention or Special Convention to be sent to each Chapter and to each member who was financial at the time fixed for sending such notice. He may use the columns of "The Sphinx" for notification to members.
- 13.7. The Executive Director shall ensure that all "Badges" are registered and serially numbered before they are delivered.

SECTION XIV: FOUNDATIONS

SP Goal #1.3: Operations Management

Clarify all relationships between the Fraternity and all foundations and affiliated entities.

14.1. The Education Foundation

- 14.1.1. The Education Foundation shall be the entity, which shall plan, organize and direct the educational activities and scholarship programs of the Fraternity. It shall work with and coordinate its activities with the Chapters in implementing programs relating to these activities.
- 14.1.2. The Foundation shall have the duty and authority to communicate with sources of funding for educational programs whether public or private, in the name of the Fraternity or the Foundation and shall be authorized to expend any sums so received for the purposes and programs of the Foundation, in accordance with other provisions of the Constitution and By-Laws of the Fraternity and the Constitution of the Foundation.

14.2. The Building Foundation

- 14.2.1. The Alpha Phi Alpha Building Foundation shall be the entity which assists college and professional students, former students and graduates in the operation, acquisition and ownership of housing accommodations as an aid to them in the advancement of their education, research and civic and cultural development.
- 14.2.2. The Foundation shall have the duty and authority to provide housing for low and moderate income families, senior citizens and/or handicapped persons, in accordance with the laws of the United States and single states thereof, with the right to buy, own ,sell ,convey ,mortgage or lease properties for the purposes hereof.
- 14.2.3. The Foundation shall have the duty and authority to perform all acts, which may be required to fulfill the provisions of the Constitution of the Fraternity and the Constitution of the Foundation.

SECTION XV: GENERAL CONVENTION

SP Goal #1.6: Operations Management

To Assess the purpose, frequency and financial viability of National Conventions

- 15.1. A Convention Manual shall be prepared and published for the use and guidance of Chapters that serve as host to a General Convention.
- 15.2. Each General Convention shall hold at least one public session, the principal speaker for which shall be selected by the General President in consultation with the Board of Directors.
- 15.3. Each General Convention shall include in its program a Formal Banquet, the purpose of which shall be to foster and develop Fraternity spirit and fellowship.
- 15.4. The following awards for achievement shall be presented at each General Convention Banquet:
 - 15.4.1. For College Chapter Achievement
 - 15.4.2. For Alumni Chapter Achievement
 - 15.4.3. To an outstanding College Chapter member
 - 15.4.4. To an outstanding Alumni Chapter member
- 15.5. The General President shall instruct the Executive Director to give each Chapter and currently financial members due notice of his call of a meeting of the Convention, and of the time and place thereof, at least ninety (90) days prior to the date set in the call for the commencement of the Convention.
- 15.6. The Board of Directors shall make a general report of its activities at the first session of each General Convention and following the August Board meeting of a non-General Convention year.
- 15.7. Each chapter shall submit to the General Office, on or before June 1st of each Convention years, the name and pass card number of each of its delegates to the General Convention. Official forms for the purpose will be provided by the General Office.

SECTION XVI: HISTORY BOOK

- 16.1. The historian shall publish upon the direction of the General President or the Board of Directors a new edition of " The History of Alpha Phi Alpha: A Development In College Life," All materials, documents and other matters collected, assembled or in his custody, shall be held for and remain the property of the Fraternity.

SECTION XVII: HUMAN RESOURCES

SP Goal #1.5: Operations Management

To evaluate the Executive Director's performance and customer service. To develop a comprehensive human resources personnel manual for the General Office.

- 17.1. He shall be employed by the Board of Directors on a contractual basis for a fixed term period. He shall hold no other employment during the tenure of his contract that has not been approved by the General President or Board of Directors.
- 17.2. The terms and conditions of employment of the Executive Director shall include, but shall not necessarily be limited to, an annual salary and emoluments commensurate with his qualifications and the duties and responsibilities of his office.
- 17.3. The Board of Directors shall ensure that suitable recommendations are made annually for inclusion in the budget of the General Organization of an adequate allocation for the salary, emoluments and allowances provided for in the Executive Director's contract of employment.
- 17.4. The Board of Directors shall require, as an express condition precedent of employment, that the Executive Director execute a bond with corporate surety payable to the Fraternity. The bond, the amount and form of which shall be determined by the Board of Directors, on the advice of and with the approval of the General Counsel, shall be sufficient in amount and comprehensive enough in scope to ensure the Fraternity against loss from any cause arising out of the conduct or actions of the incumbent.
- 17.5. The General President and the Board of Directors shall give such guidance, supervision and direction to the Executive Director in the conduct of his office as the circumstances may require.
- 17.6. The Board of Directors may terminate the contract of the Executive Director or any employee on the staff of the General Office for reasonable cause in accordance with the contract and personnel policies.
- 17.7. Additional Office Assistance
- 17.8. The Board of Directors, on the recommendation of the General President, may engage on a contractual basis such other employees as may, from time to time, be necessary to assist the Executive Director in the conduct of the work of his office.
- 17.9. One employed Assistant Executive Director on the staff of the General Office shall be designated as "Editor-in-Chief of the Sphinx". The Editor-in-Chief of "The Sphinx" shall be responsible for the editorial content of "The Sphinx," the official organ of the Fraternity. He shall take steps to ensure against disclosures in "The Sphinx" of any ritualistic matters of the Fraternity or of any breaches of Fraternity or Chapter ethics. His work is supervised by the

Publications Committee and coordinated with the entire staff of the Office of the Executive Director.

17.10. Appointment of Technical Personnel.

17.11. If, owing to the technical nature or requirements of an office, it is or becomes necessary to appoint a General Officer on a paid or contractual basis, such officer shall be appointed by the General President on the recommendation of the Board of Directors and within the budgetary provisions approved by the General Convention.

SECTION XVIII: INTERNAL AUDIT

SP Goal #4.2: Fiscal Management

Develop and strengthen policies and procedures that reflect best fiscal practice in non-profit organization.

- 18.1. The internal auditing committee has developed a set of standards and procedures. Pending Board Review and Approval.

SECTION XIX: LIFE MEMBERSHIP

SP Goal #4: Fiscal Management

To develop a financial infrastructure that clearly defines processes for proper fiscal accounting and management.

- 19.1. No withdrawals from the principal of the Life Membership Reserve Fund, of any kind or for any purpose whatsoever, shall be made except (a) upon the affirmative vote of three-fourths (3/4^{ths}) of the General Convention, or (b) to satisfy a judgment, decree, or order of a court of competent jurisdiction for the payment of a legal claim adverse to the Fraternity. Section (b), however, shall not be invoked or become operative except upon the written advice of the Fraternity's Legal Counsel and the approval of the Board of Directors.

SECTION XX: MEMBERS AND MEMBERSHIP

SP Goal #3: Leadership Management

We will effectively and efficiently manage membership retention.

- 20.1. When a member desires a transfer to another Chapter, the member or his Chapter Secretary shall submit a request to transfer to the Executive Director who, after adequate investigation, will give appropriate recognition to the request. However, no college member shall receive a transfer from his Chapter while he continues as a student at the institution where he is currently enrolled.
- 20.2. Each Chapter, before admitting to its meetings or functions any member not on its roster, shall use due diligence to determine that a member seeking admission is in good standing with his local Chapter.
- 20.3. Any member seeking admission to a meeting of a Chapter with which he is not affiliated shall be required to exhibit his current pass card or life membership plate and to meet such ritualistic tests as the Fraternity prescribes.
- 20.4. A member shall be denied admission to all closed sessions of any Convention unless he is in good standing with the General Organization and his Chapter and is properly registered at such convention. Exemption from chapter obligations shall be as provided for in the By-Laws. If a member is also a delegate to the convention, he must exhibit satisfactory credentials from his chapter.
- 20.5. A member in good standing with the General Organization and his Chapter shall be entitled to receive "The Sphinx" and upon request and payment of a nominal fee to the Executive Director, a copy of the Minutes of the preceding General Convention.
- 20.6. In order to carry on effective communication with the Membership, each College and Alumni Chapter shall establish and maintain a permanent address (Fraternity House) or Post Office Box in the location of its jurisdiction.

SECTION XXI: PROTOCOL

SP Goal #3.1: Leadership Management

To effectively and efficiently manage membership

SP Goal #2.2: Brand Management

To develop a comprehensive protocol manual.

Pending Board Review and Approval

SECTION XXII: PUBLIC RELATIONS

SP Goal #2: Communications/Public Relations and Brand Management

To develop a comprehensive plan to address Internal Communications, Public Relations and the overall Brand Management of Alpha Phi Alpha.

- 22.1. The Board Committee, with staff and consultant support has drafted a guidance manual that details:
- 22.1.1. Media Management
 - 22.1.2. Crisis Management

Pending Board Review and Approval.

SECTION XXIII: REGIONAL CONVENTIONS

- 23.1. Regional Vice President shall give written notice of the time and place thereof to each Chapter within the Region, at least sixty (60) days in advance.

SECTION XXIV: REGIONAL ORGANIZATION

SP Goal #3: Leadership Management

We will effectively and efficiently manage membership intake, retention, training and development and chapter operations. .

- 24.1. Each Region shall have jurisdiction over the Chapters in such geographical areas as shall be determined by the General Convention
- 24.2. The District Organization shall submit to the Regional Vice President a recommended, prioritized list of not more than three candidates from amongst whom the Regional Vice President shall appoint one to head the District. A like procedure will be afforded the Assistant Vice President to select an Assistant District Director who shall be confirmed by the Regional Vice President.
- 24.3. The Regional Staff shall be appointed by the Vice President and shall include the following officers: an Executive Director, a Secretary, a Financial Secretary, a Treasurer, and Editor of the Sphinx, a Chaplain, an Editor of the Newsletter, Publicity Chairman, Legal Counsel, and an Education Chairman.
- 24.4. Each Chapter, whether College or Alumni, shall provide in its Constitution and By-Laws for the following officers: President, Vice Present, Secretary, Treasurer, Associate Editor of "The Sphinx", Chaplain, Historian, Director of Educational Activities, Chairman of Membership Intake ("Membership Chairman").
- 24.5. Each Chapter, whether College or Alumni, may elect or cause to be appointed such other officers as may be required.
- 24.6. Each College Chapter shall hold its annual elections by the end of April.
- 24.7. Action at the first regular meeting in April, and the successful candidates shall take office no later than first regular meeting, the following fall term.
- 24.8. Each Alumni Chapter shall hold its annual election at the first regular meeting in May, and the successful candidates shall take office not later than the first regular meeting the following September.
- 24.9. Chapter officers shall serve for a term of one year or until there successors are elected and qualified.
- 24.10. The names and addresses of the officers elected should be submitted to the Office of the Executive Director within ten (10) days after election. The Executive Director shall thereafter forward such names and addresses to the Regional Vice President and such other General Officers and Committee Chairmen as may request them.
- 24.11. Each duly established Chapter shall have the right to use the General Organization's symbols, shield and other emblems which designate an affiliation with the General Organization, except that such right and use shall be restricted to the provisions of this Constitution and other rules and regulations which may be adopted from time to time.

- 24.12. The Chapter's officers shall have the absolute responsibility and obligation to maintain the custody and control over the General Organization's property when so requested by the General Organization or any Committee having authority to require same, pursuant to this Constitution.
- 24.13. When a College or Alumni Chapter has been inactive for a period of three consecutive years and the Regional Vice President having jurisdiction has reason to believe the Chapter unlikely to reactivate, the Vice President may initiate action leading to the dechartering of the Chapter. If extraordinary and compelling circumstances warrant, the Regional Vice President may, after providing for due process, take dechartering action against a Chapter.
- 24.14. Notification of intent to decharter a Chapter must be circulated by the Executive Director to all Chapters within the affected region. Interested Brothers shall have a six-month period in which to reactivate the Chapter, prior to which, no dechartering action will be final.
- 24.15. The name and key number assigned to a Chapter may not be reassigned until after final dechartering of a Chapter.

SECTION XXV: REGIONAL VICE PRESIDENT

- 25.1. The Regional Vice President shall investigate and correct all forms of delinquency, financial and moral, which may arise in their Chapters.
- 25.2. Regional Vice Presidents may recommend members from their regions to assist the General Counsel, the Director of Educational Activities or the Editor of "The Sphinx".

SECTION XXVI: THE SPHINX

SP Goal #2: Communications/Public Relations and Brand Management

"The Sphinx" shall be published at such times as shall be directed by the General Convention pending authorization of budgeted funds.

- 26.1. One employed Assistant to the Executive Director on the staff of the General Office shall be designated as "Editor-in-Chief of the Sphinx". The Editor-in-Chief of "The Sphinx" shall be responsible for the editorial content of "The Sphinx," the official organ of the Fraternity. He shall take steps to ensure against disclosures and coordinated with the entire staff of the Office of the Executive Director.

SECTION XXVII: STRATEGIC PLAN

SP Goal #1: Operations Management

To develop a set of operating policies and procedures to govern all aspects of Fraternity Operations.

- 27.1. The Board Committee on Strategic Planning works jointly with the Organizational Effectiveness Committee to establish an ongoing Strategic Planning Posture, to review the plan on a scheduled basis to measure outcomes and make suggestions for continuous improvement and goal attainment.