

THE BYLAWS
OF
LAMBDA ALPHA INTERNATIONAL
Phoenix, Arizona



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LAMBDA ALPHA INTERNATIONAL

Adopted February, 2013

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BYLAWS
OF
LAMBDA ALPHA INTERNATIONAL
Phoenix, Arizona

ARTICLE I



CORPORATE NAME

The name of this corporation is LAMBDA ALPHA INTERNATIONAL – Phoenix Chapter ("LAI-Phoenix"). LAI - Phoenix is an Arizona not for Profit Corporation.

ARTICLE II CORPORATE PURPOSES

LAI - Phoenix is an honorary, non-political professional organization whose purposes are:

1. To recognize and honor men and women in all parts of the world whose achievements have contributed, directly or indirectly, to the advancement of the science of land economics, to a better understanding of the principles of land economics, or to the practical application of such principles in the preservation, development or better utilization of the world's land resources;
2. To encourage and support the study of land economics and support the highest ideals of scholarship and integrity for all fields - professional, business, governmental and academic - in which land economics is studied or practiced;
3. To expand the world's knowledge and understanding of the principles of land economics and encourage and support the application of such principles to both public policy and private endeavor;
4. To take those actions and support those ideas, individually and collectively, which contribute to the enrichment of our urban and rural environment and benefit the quality of human life; and
5. To advance a close working bond and mutual understanding among men and women engaged in all disciplines and activities related to land economics.

ARTICLE III DEFINITION OF LAND ECONOMICS

The term "land economics" is used throughout these Bylaws in its broadest sense and is intended to include the interrelated disciplines and activities of man which, directly or indirectly, have a bearing on the use, reuse and sustainability of the land resource, including, but not restricted to its ownership, management, regulation and conservation, as well as the various planning, appraisal, architectural, engineering, legal and financial activities involved in its development, redevelopment and preservation.

As a scientific discipline, land economics seeks the truth for its own sake. When applied to the problems created by the increasing inter-dependence of nations or to the problems of urban growth and change, land economics seeks to further the orderly and scientific sustainable use of the land resource, to the end that the highest and best use of the world's land resources might be achieved and preserved with a just and equitable regard for the needs of those who use and occupy the land and for all private and public interests involved.



ARTICLE IV CORPORATE ORGANIZATION

Section 1. **Government.** The government of LAI - Phoenix shall be vested in the Phoenix Chapter Board of Directors.

Section 2. **Principal Office.** The principal office of LAI - Phoenix shall be located at such place as shall be designated from time to time by the Board of Directors.

ARTICLE V MEMBERSHIP

Section 1. **Qualifications for Membership.** To be eligible for membership in LAMBDA ALPHA International and the LAI – Phoenix Chapter (“Lambda Alpha”), a candidate for membership must have made an outstanding or noteworthy contribution to the advancement of the science of land economics, to a better understanding of the principles of land economics, or to the practical application of such principles in the development, redevelopment, preservation, or better utilization of the world's land resources. LAMBDA ALPHA membership is open to men and women of every race, creed and color.

Candidates for LAMBDA ALPHA membership shall have a minimum of ten (10) years duration of professional practice in a field of or related to land economics.

Despite the foregoing, in rare cases where a candidate has made outstanding and noteworthy contributions in less than the required ten (10) years duration of professional practice, a chapter may submit his/her dossier to the International Secretary for consideration by the Executive Committee of Lambda Alpha International and the decision of the Executive Committee regarding membership shall be final.

Section 2. **Proposals for Membership.** Each member of LAMBDA ALPHA shall have the right to propose for membership in LAMBDA ALPHA any individual that such member believes is qualified for membership under the criteria set forth in Section 1 above. If the principal place of business of an individual proposed for membership ("candidate") is located within the jurisdiction of a local chapter, the proposal shall be submitted to the local chapter. If the principal place of business of a candidate is not located within the jurisdiction of a local chapter, the proposal shall be submitted to the International Executive Director. The geographic jurisdiction of each chapter is defined in Article VI, Section 5.

When the principal place of business of a candidate for membership is located within the jurisdiction of a local chapter, such local chapter shall have the right to determine whether or not the candidate meets the qualifications for membership. When the principal place of business of a candidate for membership is not located within the jurisdiction of any local chapter, the International Board of Governors shall have the right to determine whether or not the candidate meets the qualifications for membership.

Section 3. **Classification of Membership.** A person who has been elected and initiated into LAMBDA ALPHA is perpetually a member of LAMBDA ALPHA unless he or she formally resigns pursuant to Section 6 below. A member has no benefit other



than name listing in the records of LAMBDA ALPHA and his or her local chapter unless he or she (i) holds a membership classification and (ii) pays the dues, if any, required for such classification. The classifications of membership are as follows:

Active Member, LAMBDA ALPHA/Local Chapter: A member who currently pays LAMBDA ALPHA AND LOCAL CHAPTER DUES.

Active Member, LAMBDA ALPHA At-Large: A member who currently pays LAMBDA ALPHA At-Large dues.

Inactive Member: A member who does not currently pay dues. Such inactive members do not have the option to be an active member of a local chapter.

Public Sector Member: A member who currently pay dues at the Public Sector rate. Such Public Sector members include federal, state, county and municipal agencies.

Retired Member: A member of LAMBDA ALPHA who, regardless of years as an Active Member, has retired from significant income-producing involvement in work associated with land economics. Determination of retired status rests solely with the individual; and, a member who is in fact retired, but wishes to do so may continue to have Active Member status by paying active member dues.

Emeritus Member: A member, who has maintained active status for twenty (20) years, has served in leadership positions at the Chapter or International level; and has retired from professional work associated with land economics. A nomination for Emeritus status may be made by vote of a Chapter's Board and/or by the International Board. The International Board of Governors shall ratify all Emeritus elections. There shall be no International or Chapter dues required for Emeritus Members.

Honorary Member: An individual who by the nature of his or her professional background is not otherwise eligible for nomination and initiation into LAMBDA ALPHA but who, by his or her contributions to the furtherance of the mission of LAMBDA ALPHA, deserves recognition; Honorary membership may be nominated by a local chapter or by petition of twenty active at-large-members of LAMBDA ALPHA and elected by the International Board of Governors. Honorary members are not required to pay dues.

International Fellow of LAMBDA ALPHA: An active member whose efforts have significantly advanced the purposes, organization, or growth of LAMBDA ALPHA. Only the International Board of Governors shall confer fellowship and no more than two fellowships shall be conferred in each calendar year. The title of International Fellow is additive to any other category of membership except Honorary.

In addition to the foregoing, the following provisions shall apply to members who fail to pay dues:

- (a) Members who had not paid International and/or local chapter dues for two (2) annual billing cycles and who are neither Emeritus nor



- Honorary Members shall be and the same are hereby moved into the category of an “Inactive Member” of LAI;
- (b) The International Secretary in conjunction with the Executive Director shall maintain an “Inactive Member” of LAI roster included the password-protected area of the database. The Inactive Member roster shall be accessible to members in good standing;
 - (c) The local chapter shall be responsible for annually updating and advising the LAI Executive Director on or before March 1 in every calendar year, its membership roster particularly identifying those members whose names are to be transferred to the “Inactive Member” of LAI roster;
 - (d) The International Secretary in conjunction with the Executive Director shall review dues records and each fall, prior to creating dues invoices for the ensuing year, transfer to the Inactive Members of LAI database, the names of all such persons identified as Inactive Members;
 - (e) The Executive Director, on the direction of the International Secretary, shall send a letter to each Inactive Member delinquent in dues and shall specify how he/she can transfer to Emeritus or Retired Member status or, choosing to remain inactive, now he/she may reinstate his/her membership onto the Active Member roster of Lambda Alpha International.

Section 4. **Change of Address.** If a member changes his or her principal place of business to the jurisdiction of another local chapter, such member shall notify the International Executive Director of such change. Upon the giving of such notice, such member shall become a member of the local chapter having jurisdiction over his or her new principal place of business.

If a member changes his or her principal place of business to a location that is not within the jurisdiction of any local chapter, such member shall notify the International Executive Director of such change and, upon the giving of such notice, such member shall become a member-at-large.

If any member-at-large changes his or her principal place of business to a location that is within the jurisdiction of a local chapter, such member shall notify the International Executive Director of such change and, upon the giving of such notice, such member shall become a member of the local chapter having jurisdiction over his or her new principal place of business.

Section 5. **Initiation to Membership.** To become a member of LAMBDA ALPHA, a candidate for membership must be initiated in accordance with the general requirements of the suggested form of Ritual approved by the International Board of Governors and take the pledge of allegiance as provided therein. With the exception of an Honorary Member or an International Fellow of LAMBDA ALPHA, generally a candidate for membership who has been approved for admission to LAMBDA ALPHA may not be initiated in absentia, regardless of circumstances.

The suggested form of Ritual must contain the following elements:

1. History of LAMBDA ALPHA;
2. Purposes of LAMBDA ALPHA;
3. Explanation of Name;
4. LAMBDA ALPHA pledge; and
5. Citation indicating the achievements that qualified the initiate for membership.



Section 6. Resignation from Membership. Although an individual is admitted to membership in LAMBDA ALPHA for life, a member may terminate such membership by submitting his or her resignation in writing to the International Executive Director.

ARTICLE VI LAI PHOENIX BOARD OF DIRECTORS

Section 1. **Government of Corporation.** The Board of Directors shall exercise all of the powers of this corporation.

Section 2. **Composition.** The LAI – Phoenix Chapter Board of Directors shall consist of the President; the immediate Past President; Secretary; the Treasurer; and not more than two at-large members, each of whom shall be, during his or her term of office, an active member of LAMBDA ALPHA. The LAI – Phoenix Chapter Board of Directors shall appoint the at-large members at its last meeting of each calendar year. If any at-large member, during his or her term of office, dies, resigns or fails to meet the above qualifications, the LAI – Phoenix Chapter Board of Directors shall appoint, for the balance of the term, a replacement at-large member.

Section 3. **Meeting.** The LAI – Phoenix Chapter Board of Directors shall meet at least once a month at a predetermined time and location in each calendar year. Notice of the time and place of a special meeting of the Board shall be given to each member of the Board not less than twenty (20) days prior to the date of such face to face meeting. Each such notice must set forth the purpose of the meeting and the business to be transacted at such meeting. Such meetings may be held in person, or by any method of communication by means of which all participating can communicate with each other simultaneously.

Section 4. **Special Meetings.** Special meetings of the LAI – Phoenix Chapter Board of Directors may be called by the LAI – Phoenix Chapter President or by any six members of the Board. Notice of the time and place of a special meeting of the Board shall be given to each member of the Board not less than twenty (20) days prior to the date of such face to face special meeting. Each such notice must set forth the purpose of the special meeting and the business to be transacted at such meeting. Such meetings may be held in person, or by any method of communication by means of which all participating can communicate with each other simultaneously.

Section 5. **Quorum.** A majority of the members of the LAI - Phoenix Board of Directors shall constitute a quorum.

Section 6. **Conduct of Business.** Business meetings of the LAI - Phoenix Board of Directors shall be conducted by the LAI - Phoenix President in accordance with the latest edition of Roberts Rules of Order. The LAI - Phoenix President may, in his or her discretion, (i) permit members (other than members of the LAI - Phoenix Board of Directors) to address the LAI - Phoenix Board of Directors, and (ii) place a reasonable time limit on any such address. Only members of the LAI - Phoenix Board of Directors may introduce motions, have the privileges of the floor and vote at any business meeting of the LAI - Phoenix Board of Directors. All LAI - Phoenix Board of Directors Meetings shall be open to active members.

Section 7. **Vote Required.** Except as provided elsewhere in these Bylaws, any action of the LAI - Phoenix Board of Directors shall be determined by a majority vote.



Section 8. **Electronic Meetings.** If all of the LAI - Phoenix Board of Directors present at or participating in a meeting consent, a meeting of the LAI - Phoenix Board of Directors or of a committee of the LAI - Phoenix Board of Directors may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a member of the LAI - Phoenix Board of Directors or committee participating in such a meeting by such means is deemed to be present at the meeting. Any such consent shall be effective whether given before or after the meeting to which it relates and may be given with respect to all meetings of the LAI - Phoenix Board of Directors and of committees of the LAI - Phoenix Board of Directors while a member thereof holds office.

ARTICLE VII PHOENIX CHAPTER OFFICERS

Section 1. **Election of Officers.** The elected officers of LAI - Phoenix Board of Directors shall be elected by a majority vote of the delegates authorized to vote.

Section 2. **Tenure of Officers.** Each elected officer of LAI - Phoenix Board of Directors shall serve for a period of approximately two years commencing upon the day immediately following the previous calendar year, provided that his or her successor has been duly elected and qualified.

Section 3. **Vacancies.** If a vacancy occurs in any office created hereunder except the office of President, such vacancy shall be filled for the unexpired term by the LAI - Phoenix Board of Directors.

Section 4. **Removal of Officers.** As provided in the statutes of the State of Arizona governing Arizona not for profit corporations, any elected or appointed officer of the corporation may be removed from office by the LAI - Phoenix Board of Directors, or the persons authorized to elect or appoint such officer whenever in their judgment the best interests of the corporation will be served thereby.

Section 5. **Chapter President.** The LAI – Phoenix Chapter President shall be the Chief Executive Officer of The LAI – Phoenix Chapter and shall preside at all meeting of the Phoenix Chapter Board of Directors. The President shall supervise and direct the activities of The LAI – Phoenix Chapter subject to the declared policies and direction of the Phoenix Chapter Board of Directors and shall perform all other duties usual to such office.

Section 6. **Chapter First Vice President.** The LAI – Phoenix Chapter First Vice President shall act as the representative of the LAI – Phoenix Chapter President in such matters as the President may assign to the First Vice President and shall perform the duties of the President in the event of the President's death, absence or disability.

Section 7. **Chapter Vice Presidents and Assistant Chapter Vice Presidents.** There shall be five (5) Chapter Vice Presidents:

Chapter Vice President (Treasurer)
Chapter Vice President (Programs)
Chapter Vice President (Membership)
Chapter Vice President (Secretary)
Chapter Vice President



The Chapter President shall from time to time determine the boundaries of each region. Each Chapter Vice President shall perform such duties as shall be assigned to him or her by the Chapter President.

- Section 8. **Chapter Secretary.** The Chapter Secretary shall be responsible for the maintenance of the Chapter Membership Roster in a format prescribed by the LAI – Phoenix Chapter Board of Directors and shall distribute such Membership Roster to the membership not less than once annually. . The Secretary shall also be responsible for the preparation and distribution of the minutes of all business meetings of the LAI – Phoenix Chapter Board of Directors.
- Section 9. **Chapter Assistant Secretary.** The Chapter Assistant Secretary shall act as the representative of the Chapter Secretary in such matters as the Secretary may assign to the Assistant Secretary. In the event that the Secretary cannot attend a business meeting of the LAI – Phoenix Chapter Board of Directors.
- Section 10. **Chapter Treasurer.** The Chapter Treasurer shall maintain such books and records as will provide an accurate accounting of all funds received and disbursed by LAI – Phoenix Chapter Board of Directors in accordance with Generally Accepted Accounting Principles. The Treasurer shall also be responsible for the preparation of an annual financial report that shall be submitted to the International Board of Governors no later than March 1 (of the succeeding calendar year). With the approval of the Chapter President, these duties may be partially delegated to the Chapter Assistant Treasurer.
- Section 11. **Chapter Assistant Treasurer.** The Chapter Assistant Treasurer shall act as the representative of the Chapter Treasurer in such matters as the Treasurer may assign to the Assistant Treasurer. In the event that the Treasurer cannot attend a meeting of the LAI – Phoenix Chapter Board of Directors.
- Section 12. **Chapter Historian.** The Chapter Historian shall be responsible for the preservation of the archives and historical records of LAI – Phoenix Chapter and shall administer and monitor the Agreement between LAI – Phoenix Chapter and the Archivist. With the approval of the Chapter President, these duties may be partially delegated to the International Assistant Historian or the International Executive Director.
- Section 13. **Chapter Scribe.** The International Scribe shall be responsible for the preparation of a LAMBDA ALPHA newsletter that is designed to serve as the principal means of communication between International Headquarters and the local chapters. With the approval of the Chapter President, these duties may be partially delegated to the Chapter Assistant Scribe.
- Section 14. **Eligibility for Office.** Each active member shall be eligible to be nominated and elected to any LAI – Phoenix Chapter Board of Directors office; provided, however, that the Chapter President shall not be eligible to serve more than one consecutive term.

ARTICLE VIII CHAPTER STAFF



Section 1. **Chapter Executive Director.** The Chapter Executive Director may be an individual, a partnership or a corporation and shall be appointed by the Chapter President, subject to the approval of the LAI – Phoenix Chapter Board of Directors. The terms of the Executive Director's engagement shall be set forth in a written agreement approved by the LAI – Phoenix Chapter Board of Directors.

The Chapter Executive Director shall be in charge of the Chapter operations and shall administer the business affairs of LAI – Phoenix Chapter under the direction of the Chapter President. The Executive Director shall be responsible for maintaining liaison with the LAMBDA ALPHA INTERNATIONAL office and members-at-large and keeping accurate records relating to the current membership. The Executive Director shall also attend all formal meetings of the LAI – Phoenix Chapter Board of Directors and take the minutes thereof under the direction of the Chapter Secretary. The Executive Director shall also perform such other duties as may be assigned to the Executive Director by the Chapter President or as may be assigned to the Executive Director by other officers of the corporation with the approval of the President.

ARTICLE IX CHAPTER COMMITTEES

Section 1. **Chapter Executive Committee.** The Chapter Executive Committee shall consist of the President, 1st Vice President the five (5) Vice Presidents, the Immediate Past President, the Secretary, the Treasurer, the Historian and the Scribe. The President shall be the Chair of the Executive Committee. The Executive Committee shall meet annually at such time and place as the President may determine. Special meetings of the Executive Committee may be called by the President with the approval of not less than three other members of the Executive Committee.

The Executive Committee shall have and exercise the powers of the LAI – Phoenix Chapter Board of Directors in the management of the corporation between the meetings of the LAI – Phoenix Chapter Board of Directors; provided, however, that the Executive Committee shall not have the power to alter or amend the Bylaws; elect, appoint or remove any member of the Executive Committee or any director or officer of the corporation; adopt a plan of merger or a plan of consolidation with another corporation; authorize the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; amend, alter or repeal any resolution of the LAI – Phoenix Chapter Board of Directors, which by its terms provides that it shall not be amended, altered or repealed by the Executive Committee; or take any action that is not authorized by the provisions of the General Not for Profit Corporation Act of the State of Arizona.

Business meetings of the Executive Committee shall be conducted in accordance with the latest edition of Roberts Rules of Order. A majority of the Executive Committee shall constitute a quorum for the transaction of business. Such meetings may be held in person, or by any method of communication by means of which all participating can communicate with each other simultaneously.

Section 2. **Chapter Standing Committees.** The standing committees of LAI – Phoenix Chapter shall be as follows:



1. Chapter Archives Committee;
2. Chapter Awards Committee;
3. Chapter Committee;
4. Chapter Bylaws Committee;
5. Chapter Finance Committee;
6. New Chapter Development Committee;
7. Chapter Nominating Committee;
8. Chapter Publications Committee;
9. Chapter Public Relations Committee; and
10. Chapter Services Committee

Section 3. **Appointment of Standing Committees.** Except as otherwise provided in these Bylaws, the Chapter President with the consent of the LAI – Phoenix Chapter Board of Directors shall appoint the Chair and each member of a standing committee. Such appointments shall be made as soon as possible following the President's election to office and the appointees shall serve at the pleasure of the Chapter President.

Section 4. **Chapter Archives Committee.** The Chapter Archives Committee shall consist of the Chapter Historian, the Chapter Assistant Historian and such additional members, as the President shall deem appropriate. The Historian shall serve as Chair of the Archives Committee and the Assistant Historian shall serve as Vice Chair. This committee shall be responsible for securing books, articles, manuscripts and other published materials relating to the subject of land economics that were written or collected by members of LAMBDA ALPHA; classifying all such materials; and forwarding all such materials to the Archivist for deposit in the Lambda Alpha Literary Archives.

Section 5. **Chapter Awards Committee.** The Chapter Awards Committee shall consist of a Chair and such additional members, as the President shall deem appropriate. This committee shall review the qualification of all individuals who have been suggested for an official award from the LAI – Phoenix Chapter Board of Directors and shall make recommendations to the LAI – Phoenix Chapter Board of Directors as to the recipients of such awards.

Section 6. **Chapter Committee.** The Chapter Committee shall consist of a Chair and such additional members, as the President shall deem appropriate. This committee shall be responsible for planning and supervising Chapter activities.

Section 7. **Chapter Bylaws Committee.** The Chapter Bylaws Committee shall consist of a Chair, and such additional members, as the President shall deem appropriate. This committee shall review all suggested addition to, or amendment of, these Bylaws and shall report its comments and suggestions to the LAI – Phoenix Chapter Board of Directors. The Chapter Bylaws Committee shall also prepare Standard Chapter Bylaws that conform to the requirements of these Bylaws and make such Standard Chapter Bylaws available to the local chapter. The Standard Chapter Bylaws (and any changes thereof recommended by the Chapter Bylaws Committee) shall be subject to the approval of the LAI – Phoenix Chapter Board of Directors. LAMBDA ALPHA INTERNATIONAL shall review the Bylaws actually adopted by each local chapter to ascertain whether such Bylaws do, in fact, comply with the requirements of these Bylaws and the Standard Chapter Bylaws and shall report such determination and recommendation to the International Board of Governors.



- Section 8. **Chapter Finance Committee.** The Chapter Finance Committee shall consist of the Chapter Treasurer, the Chapter Assistant Treasurer and such additional members, as the President shall deem appropriate. The Treasurer shall serve as Chair of the Finance Committee and the Assistant Treasurer shall serve as Vice Chair. The Finance Committee shall periodically review the financial status of the corporation and make such recommendations to the LAI – Phoenix Chapter Board of Directors, as the Finance Committee deems appropriate.
- Section 9. **New Chapter Development Committee.** The New Chapter Development Committee shall consist of a Chair and such additional members, as the President shall deem appropriate. This committee shall be responsible for helping members-at-large organize local chapters in geographic areas that currently are not within the jurisdiction of any local chapter. In addition, if the principal place of business of a candidate for membership is not located within the territorial jurisdiction of a local chapter, the new Chapter Development Committee shall review the proposal for membership relating to such candidate and submit its recommendation to the International Board of Governors.
- Section 10. **Chapter Nominating Committee.** The Chapter Nominating Committee shall consist of the immediate Past President, current President, current 1st Vice President, and four other active members who are not current members of the Executive Committee. The Immediate Past President shall serve as Chair of the Nominating Committee. The Nominating Committee shall nominate one or more individuals for the LAI – Phoenix Chapter Board of Directors to be filled at the business meeting of the December meeting and shall mail a copy of its report to the Chapter Executive Director.
- Section 11. **Chapter Publications Committee.** The Chapter Publications Committee shall consist of the Chapter Scribe, the Chapter Assistant Scribe and such additional members, as the President shall deem appropriate. The Scribe shall serve as Chair of the Publications Committee and the Assistant Scribe shall serve as Vice Chair. The Publications Committee shall be responsible for the publication of International KeyNotes and such other publications as may from time to time be authorized by the LAI – Phoenix Chapter Board of Directors.
- Section 12. **Chapter Public Relations Committee.** The Chapter Public Relations Committee shall consist of a Chair and such additional members, as the President shall deem appropriate. The committee shall be responsible for the development and distribution of media information and other Public Relations function, as may be deemed appropriate by the President or the LAI – Phoenix Chapter Board of Directors.
- Section 13. **Chapter Services Committee.** The Chapter Services Committee shall consist of a chair being the International First Vice-President, a Vice-President, the Chapter Treasurer and such additional members as the President shall deem appropriate. It shall be the objective of the Chapter Services Committee to encourage, foster and direct closer relations between the Chartered Chapters of Lambda Alpha International, of the LAI Executive Committee and Board of Governors. The Committee's efforts will include regular contact with Chapter Presidents and Chapter Executive Members. Wherever possible, Regional Vice-Presidents will endeavor to solicit areas for improved services from local Chapters within their respective territorial areas, as well as attending local Chapter meetings. Additionally, the Committee shall oversee all Lambda Alpha International Membership processes and procedures and make recommendations to the Board of Governors regarding membership policies and procedures. The



Committee shall report on its activities and at all regularly scheduled meetings of the LAI – Phoenix Chapter Board of Directors.

Section 14. **Chapter Special Committees.** The Chapter President may appoint such Special Committees, as he or she may deem appropriate.

ARTICLE X DUES AND ASSESSMENTS

Section 1. **Chapter Dues.** In each calendar year, the Board of Directors of a local chapter shall, by a majority vote of the members of the Board present and voting at a quorum meeting, fix the amount of the annual dues of active members of the local chapter for the succeeding calendar year.

Section 2. **Local Chapter Initiation Fees.** A local chapter may charge an initiation fee to a new member of the chapter.

Section 3. **Local Chapter Special Assessments.** A local chapter may levy a special assessment upon the members of the local chapter without the prior consent of the International Board of Governors.

ARTICLE XI CONTRACTS, DEPOSITS, CHECKS AND EVIDENCES OF INDEBTEDNESS

Section 1. **Contracts.** The LAI – Phoenix Chapter Board of Directors may, from time to time, by a two-thirds (2/3) vote, ratify or approve a contract obligating the corporation to enter into a contract. Written notice of the intention to consider such contract or contractual obligation shall be given to all active members not less than sixty (60) days prior to the meeting of the Board at which such contract or contractual obligation is to be considered.

Section 2. **Deposits.** All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies and other depositories as the LAI – Phoenix Chapter Board of Directors may select.

Section 3. **Checks and Evidences of Indebtedness.** All checks and other orders for the payment of money and all noted and other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation as shall from time to time be determined by the LAI – Phoenix Chapter Board of Directors.

ARTICLE XII CORPORATE SEAL

The corporate seal of this corporation shall be in such form as may be selected from time to time by the LAI – Phoenix Chapter Board of Directors.

ARTICLE XIII



RULES OF ORDER

Section 1. **Roberts Rules of Order.** In all situations where the provisions of Roberts Rules of Order do not conflict with the provisions of the General Not For Profit Corporation Act of the State of Arizona, as amended, or these Bylaws, the latest edition of Roberts Rules of Order shall be recognized as the authority governing the conduct of all meetings of the corporation, including, but not restricted to the meeting of the LAI – Phoenix Chapter Board of Directors, the Executive Committee and all standing and special committees.

ARTICLE XIV INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

LAI – Phoenix Chapter Board of Directors and Lambda Alpha shall indemnify current and former officers, directors, employees and agents with respect to claims brought against them in those capacities (a) as required by law, and (b) as permitted by law to the extent that such indemnification obligations are covered, both as to scope and as to policy limits, by a policy of insurance purchased by LAMBDA APLHA.

ARTICLE XV AMENDMENT OF BYLAWS

These Bylaws may be amended by a two-thirds (2/3) vote of the LAI – Phoenix Chapter Board of Directors, provided that written notice of the substance of the proposed amendment has been sent to each member of the Board at least sixty (60) days prior to the meeting of the Board at which the amendment is to be considered. Upon receipt of any such notice the President of each local chapter shall promptly mail a copy of such notice to each member of his or her local chapter Board of Directors.

