



Alumni Toolkit: Building Alumni Chapters

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Alumni Toolkit

Reasons to Form an Alumni Chapter

Chartering an alumni Chapter formalizes the activities that alumni Brothers perform and declares that Brothers are committed to serving Phi Delta Chi and each other. The governance and infrastructure that is developed through chartering embeds the purpose of the Chapter into routine operations and allows for growth of the organization and brotherly bonds.

Why do you want to form an alumni Chapter? This is the most important question your group of alumni Brothers will answer as you perform the chartering process.

Establishing a clear purpose of your alumni Chapter is the cornerstone of success and longevity. The reasons for forming an alumni Chapter are unique to each alumni group and may change over time. It is essential that the intentions of the Chapter founders are clearly defined and that the Chapter's Constitution and Bylaws detail the reason the Chapter was formed. This will provide guidance to future alumni Brothers about the focus of the activities that should be performed. As time passes and different Brothers become involved, evaluating if that purpose is still relevant will bring clarity and rejuvenation to the operations of the Chapter.

Alumni Chapters exist to meet the needs of the alumni Brothers comprising them.

Consider the following reasons for establishing alumni Chapters:

1. Continuation of Brotherhood:

The spirit of fellowship and the common bonds that initially led us to affiliate with Phi Delta Chi do not dissipate when we become alumni. Participation in an alumni Chapter perpetuates the fraternal spirit and provides each of us with the opportunity to feel supported by our Brothers even after graduation. This support can be professional, personal, or social, depending on which activities your Chapter chooses to focus.

2. Support the national Fraternity:

An alumni Chapter should support the national agenda of the Fraternity, just as collegiate Chapters do. A Chapter can provide suggestions for policy, participate in elected or appointed positions, contribute to the capital initiatives, and write articles for fraternal publications, as examples.

3. Philanthropy and Service:

The crowning glory of Phi Delta Chi is to serve. An alumni Chapter can be a tremendous asset to a community by providing volunteer manpower for service organizations, financial contributions, and professional service activities. A Chapter that focuses on philanthropy and service will likely participate in community events, support Phi Delta Chi's national philanthropy or another local charity, and provide their professional services to the community.

4. Professional Development:

Pharmacy is the basis of the common bond that Phi Delta Chi Brothers share. A focus on developing and sustaining professional skills and competency can be a driving force for participating in an alumni Chapter. Chapters that value professional development will host continuing education, support state and national pharmacy association activities, and work to improve the profession.

5. Recognizing Accomplishments and Milestones

People enjoy recognizing and being recognized for professional accomplishments. Alumni Chapters can serve as a means to celebrate the successes of our Brothers – professional, fraternal, or personal. A focus on recognition ensures the Chapter comes together to promote the Brothers and that the Chapter activities are targeted toward building successful alumni Brothers.

6. Need to keep informed:

An alumni Chapter helps the Brothers keep informed about other alumni Brothers (from his/her collegiate Chapter and beyond), the national activities of the Fraternity, and potentially the collegiate Chapters. An alumni Chapter that forms for this purpose would have a strong focus on communications through emails, newsletters, and meetings. Chapter members would communicate regularly with the RDAA, National Office, nearby collegiate Chapters, and alumni Brothers.

7. Support collegiate Chapter(s):

Alumni Chapters may be affiliated with one or more collegiate Chapters if they choose. Alumni Brothers would focus some of their activities on providing advice and support to collegiate Brothers and their Chapter, including

- Suggestions for chapter policies and procedures;
- Financial support for chapter activities;
- Sponsorship for collegiate attendance to Regional Conferences, Leader-Development Seminars, and Grand Councils;
- Manpower for service projects, professional projects, and fundraisers;
- Academic or leadership-based scholarships;
- Mentorship on orchestration of activities, sound financial planning, and commitment to professional pharmacy activities;
- Help transitioning graduating Brothers into active alumni Brothers; and
- Service to the school or college of pharmacy (e.g. clerkship sites, internship sites, prospective student interviews, financial contributions to the school of pharmacy, speaker bureaus on “practice” related topics or career-enhancing topics).

There are many more reasons to form an alumni Chapter, and only your Brothers who are interested in chartering can define what the best fit is for them. No combination is wrong: a Chapter whose focus is having a beer on Tuesdays and celebrating when your Brothers get promoted is just as valid as a Chapter that emphasizes continuing education and sending out newsletters. The key piece of advice is to assure the focus of your Chapter is broad enough to attract the interest of Brothers for years and years to come to assure the Chapter is sustainable.



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Framework of an Alumni Chapter

Basic Requirements for National Office Recognition of an Alumni Chapter

1. Submit a petition signed by a least ten (10) Phi Delta Chi alumni Brothers requesting chartering to the National Office at least 60 days prior to expected chartering date.
2. Submit a copy of the Chapter's Constitution and Bylaws to the National Office as well as a list of its officers. This should be sent along with the petition.
3. Update National Office of newly elected officers.
4. Maintain continuous contact with the appropriate Regional Director for Alumni Affairs.

Steps to Forming an Alumni Chapter

The genesis of an alumni Chapter can take shape in a multitude of ways, but all paths lead to a group of Brothers deciding that chartering a Chapter will be beneficial to advancing their purpose. Whether an alumnus decides to form the organization, a collegiate Chapter seeks out an alumnus to start the process, or graduating Brothers decide they would like a place to “belong” after their collegiate experience ends, the same steps should be followed to assure a strong Chapter is built.

During this process, it is essential to keep in mind that ***the ultimate goal is creating a system that fosters sustained alumni involvement not securing a charter.***

No time limit is established for this entire process, but the alumni Brothers should be able to demonstrate that they have a history of accomplishing the purpose that is defined in their Constitution and Bylaws before they are able to charter. This means that the progress of the group will determine the timeline. A term of no less than 6 months is suggested, but the process should not be rushed and may take many years. Much thought, planning and hard work must occur for this endeavor to be successful. Of utmost importance is constant communication with the Grand Vice President of Alumni Affairs and the Regional Director for Alumni Affairs. This is imperative! Establish a firm base to build upon. Patience is rewarded!

1. Identify a Core Group:

Form a core group of 3 to 6 Brothers who are committed to moving a group of alumni Brothers forward in beginning the Chapter formation process. Contact the Grand Vice President for Alumni Affairs about your intentions and to receive further instructions and help. Hold a meeting of core Brothers to discuss direction and purpose of your organization, identify leaders within the group for purposes of establishing responsibility of each member and continuity of the group, and formalize an organizational chart and possibly set up committees to plan activities, especially if there are more Brothers interested in actively participating outside the core group.

2. Promoting the Initiative:

Once the decision to establish a Chapter is made, a contact list should be compiled of all alumni Brothers who could potentially be interested in joining the alumni Chapter. All possible resources should be used to accomplish this task: collegiate Brothers, alumni Brothers (faculty and local practitioners), chapter registry, school of pharmacy or continuing education office, and the Phi Delta Chi National Office. Other professional pharmacy organizations at the state level and boards of pharmacy may provide further assistance for the “locating missing Brother” initiative. Utilize the fraternal listserv, state and national pharmacy journal ads, and college of pharmacy publication ads may also be effective ways to locate alumni Brothers and promote the desire to formally organize.

3. Recruit Brothers:

Expand the core group by developing a communications and outreach plan to secure commitments from interested Brothers. Then execute the plan. Concentrate on individuals from as many distinct Chapters, graduating or prospective Brother classes, and nearby locations as possible. Be sure to have a way for interested people to immediately engage and to remain active as the chartering process continues. People should be empowered to join a committee and begin to fulfill the “purpose” of the Chapter.

4. Needs Assessment:

Conduct a needs assessment for your Brothers to discover their ideas, desires for self and for this new organization and abilities to contribute. Obtain opinions from prospective members on important information such as number of meetings yearly, dues structure, distance willingness to travel to attend function, additional goals, etc. This will enable the organizing Brothers to create an action plan built on the input of the whole to best position the fledgling Chapter to grow and flourish.

5. Establish a Financial Base and Process:

Identify a Treasurer, set up a bank account, and create a budget for all supplies and initiatives that will be needed during the chartering process. Determining how money will be handled by the Chapter is essential to assuring long-term sustainability. Be sure there are checks and balances in place to avoid any future problems. Once processes are in order and a budget is finalized, determine what the Chapter dues will be. Solicit financial from the interested Brothers to assure the health and well being of the Chapter during its infancy. This is also a good time to assure all participating Brothers have paid their dues to the National Office since that is a requirement for the acceptance of their name on the petition as a Chartering Brother.

6. Chapter Operation Documents:

Create chapter operation documents to support and guide the organizational infrastructure that is beginning to take shape. A formal statement of purpose of the Chapter should be documented and agreed upon by all interested members. Job descriptions for each of the officers and committees should be in place to direct the Brothers on how everyone should work together. A newsletter can lend form and substance to a new organization by keeping all members informed about the latest news.

7. Draft a Constitution and Bylaws:

The Constitution and Bylaws will govern the Chapter in the years to come and should articulate the essential functions and structure of the Chapter. Your RDAA will be a great asset as you work to perfect the documents. Two sample constitution and bylaws are included in this manual to assist in the initial development process. Be sure to customize it to meet the purpose, organizational structure, and needs of your Chapter.

8. Election of Officers:

Core members generally should be considered for positions initially since they have a working knowledge of the foundation of this specific organization. However, the Brothers of the Chapter should have the opportunity to elect officers who they believe will provide the strongest leadership during the chartering process and the first year as an active Chapter.

9. Perform Activities that Support Your Purpose

Have events, volunteer, send communications, and take action to prove that your Chapter’s purpose is important and able to be accomplished. This will demonstrate to the Executive Council that your Chapter is viable and should receive a charter.

10. Recruit Additional Members:

Demonstrate that the purpose of your organization is embraced by Brothers who are not in the founding group by recruiting additional Brothers to be members and pay dues.



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Sample Alumni Chapter Constitution and Bylaws

ARTICLE I

NAME AND OBJECTS:

SECTION I. This Chapter shall be known as the [INSERT NAME OF CHAPTER] Alumni Chapter of Phi Delta Chi Fraternity.

SECTION II: The objects of this Chapter shall be to promote professional meetings in the interests of the profession of pharmacy and to assist the active [INSERT NAME OF CHAPTER] Chapter in every way, and to promote social contacts among the alumni of Phi Delta Chi Fraternity.

ARTICLE II

MEMBERSHIP AND ELIGIBILITY:

SECTION I. Any member of [INSERT NAME OF CHAPTER] Chapter of Phi Delta Chi Fraternity who has graduated from the [INSERT NAME OF SCHOOL/UNIVERSITY], and is considered in good standing by that active Chapter; or other persons who have held membership in any Chapter of Phi Delta Chi are eligible to membership in this Chapter.

DEFINITION: Good Standing --- One who has no accrued debts to the active Chapter at the time of graduation and in all ways thought by the active Chapter eligible for membership.

ARTICLE III

MEETINGS:

SECTION I. There shall be at least one (1) meeting annually.

SECTION II. Business: A quorum for the transaction of business will not be less than one-fourth (1/4) of the dues paying members. Only active (dues paying) members will be allowed to vote at any business meeting.

ARTICLE IV

OFFICERS AND COMMITTEES:

SECTION I. The officers of the Chapter shall be: the President, the Vice-President, Secretary, Treasurer, and Prelate. The duties of the respective officers shall be those given to the same officers of the Active Chapter and those duties generally assigned to them.

SECTION II. The standing committees of this Chapter shall be: membership, communication, social, active Chapter liaison and executive committees.

- a. The membership shall seek to enroll as members all eligible persons.
- b. The social committee shall have charge of all social functions of the Chapter.

- c. The communication committee shall have the duty of contacting all the members of the Chapter via correspondence or other appropriate means, for the functions of the Chapter.
- d. The active Chapter liaison committee shall attend all formal meetings of active Chapter or otherwise inform itself of the proceedings of the active Chapter. It shall be the duty of this committee to report the proceedings and activities of the active Chapter to the officers and membership of this Chapter so that assistance may be given at all times to the active Chapter in relation to its activities, function, operations transactions, Grand Council and National status and professional encouragement.
- e. The executive committee will be made up of the officers of the Chapter and the Secretary will be the Chairman. The duty of this committee is to plan all business meetings (finding proper places to meet, etc.).
- f. The President of the Alumni Chapter shall appoint a committee of three alumni each year to audit the books of the treasurer and the Secretary of the Active Chapter.

This Alumni Chapter shall be under the general supervision of the Executive Council and shall submit to said Council each year a report covering such information as may be required by the Council or by the Grand Council.

SECTION III. An election of officers shall be held at the first yearly business meeting. Candidates may be either nominated and elected by mail or at the meeting. All officers will hold a one (1) year office term.

SECTION IV. All the committees shall consist of a minimum of two (2) members to be appointed by the President.

ARTICLE V

DUES AND FINANCES:

SECTION I. The dues of this Chapter will be 15 dollars per year. Said dues are to be paid at aforementioned business meeting (or before) of each year. (This is to be done before any voting is carried out). Each member shall be current in his National Alumni membership.

SECTION II. Expenditures: All expenditures of \$100.00 or less may be made only upon the order of both the President and the Treasurer. All expenditures of more than \$100.00 can only be made by the President and the Treasurer after the consent of the executive committee.

SECTION III. An annual written report of the finances received and expenditures made shall be sent to all members of the Chapter within sixty days after the election of new officers. This report shall be compiled by the retiring treasurer.

SECTION IV. Within thirty days after the election of new officers, the President and the Treasurer of the preceding year, together with newly elected President and Treasurer, or with two members at large being appointed by the newly elected President, shall conduct an audit of the Treasurer's books, before said books are turned over to the new Treasurer.

ARTICLE VI

AMENDMENTS:

SECTION I. This Constitution may be repealed or amended by a three fourths (3/4) vote of the dues-paying membership.



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Reasons to Form an Alumni Chapter

Constitution and Bylaws of the (*Chapter Name*) Alumni Chapter of Phi Delta Chi

Article I (Name)

Section 1.01. Name.

The name of this corporation shall be the (*Chapter Name*) Alumni Chapter of Phi Delta Chi.

Article II. (Offices)

Section 2.01. Principal Office.

The principal office for the transaction of the business of the corporation ("principal executive office") is located in (*City, State and/or University if Applicable*). The directors may from time to time change the principal office from one location to another. Any change of this location shall be noted by the president on these bylaws opposite this section, or this section may be amended to state the new location.

Section 2.02. Other Offices.

The Board of Directors may at any time establish branch or subordinate offices at any place or places where the corporation is qualified to do business.

Article III. (Objectives and Purposes)

Section 3.01. Objectives.

The objectives of this corporation shall be for but not limited to the promotion of an education in the profession of Pharmacy, to sponsor and support community, professional and charitable activities of the (*Chapter Name*) Alumni Chapter, to support the Phi Delta Chi Pharmacy Fraternity and its activities, and to assist Collegiate Brothers and Chapters.

Article IV. (Activities)

Section 4.01. Prohibited Activities.

This corporation has been formed under the Nonprofit Public Benefit Corporation Law for the public purposes described above, and it shall be non-profit and nonpartisan. No substantial part of the activities of the corporation shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office or for or against any cause or measure being submitted to the people for a vote. The corporation shall not, except

in an unsubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above. The corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax law, or (b) by a corporation contributions to which are deductible under Section 179(c)(2) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax.

Section 4.02. Financial Activities.

(A) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(B) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or subsequent federal tax laws.

(C) The corporation shall not retain any excess business holdings defined in Section 4943(c) of the Internal Revenue Code, or any subsequent federal tax laws.

(D) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 or subsequent federal tax laws.

(E) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or subsequent federal tax laws.

Article V. (Dedication of Assets)

Section 5.01. Dedication of Assets.

The properties and assets of this nonprofit corporation are irrevocably dedicated to the educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws. No part of the net earnings, properties or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person, or to any director of the corporation. On liquidation or dissolution, all properties and assets after payment or provision for payment of all obligations, shall be distributed and paid over to a nonprofit fund, foundation or corporation which has established its tax exempt status under Section

501(c)(3) of the Internal Revenue Code, or subsequent tax laws, such distributee to be designated by this corporation at the time of winding up.

Article VI. (Membership)

Section 6.01. Members Prohibited.

Members shall consist of individuals who have paid the annual membership dues to the (*Chapter Name*) Alumni Chapter of Phi Delta Chi. (There shall be only one class of members. Members of the corporation shall be those persons, firms, corporations, or associations who have paid a membership fee, as determined by the Board, and whose application for membership has been approved by a majority of members.) Each member shall have the right to vote, as set forth in Section II of this article, for the election of directors and on a disposition of substantially all of the assets of the corporation and on a merger and on a dissolution. Additionally, members shall have all of the rights afforded members under the Non-Profit Mutual Benefit Corporation Law. In the event of dissolution of this corporation, the members of record at the time a certificate evidencing the corporation's election to dissolve is filed with the Attorney General or, if no such election is made, at the time an order for winding up and dissolution of the corporation is made, at the time an order for winding up and dissolution of the corporation is entered shall receive the assets of the corporation remaining after: (a) return of those assets upon a valid condition, requiring return, transfer or conveyance, which condition has occurred or will occur; (b) disposition of those assets held in a charitable trust in compliance with the provisions of any trust which such asset are held; (c) payment, or adequate provisions for payment, of all taxes, penalties, debts and liability; and (d) other provisions under law. Such remaining assets shall be distributed pro rata per membership.

Section 6.02. Effect of Prohibition.

Any action which would otherwise require approval by a majority of all members or approval by the members, shall only require approval by the Board of Directors. All rights which would otherwise vest in members under the Nonprofit Public Benefit Corporation Law shall vest in the directors.

Article VII. (Directors)

Section 7.01. Powers.

Subject to the provisions of Nonprofit Corporation Law, the business and affairs of the corporation shall be exercised, by or under the direction of the Board of Directors.

Section 7.02. Number and Qualification.

The corporation shall have five (5) directors, two of whom shall be the two officers, president and vice-

president. Directors need not be residents of the alumni chapter's principle office's state.

Section 7.03. Term.

Each director shall hold office for the term of three (3) years and/or until a successor has been elected and qualified. Terms shall be staggered so as to prevent more than two directors from finishing their term in any one year.

Section 7.04. Nomination.

Any members qualified to be a director may be nominated by the method of nomination authorized by the Board or by any method authorized by law.

Section 7.05. Election.

The directors shall be elected at the regular annual meeting of the membership and the Board of Directors as prescribed by Section 7.09 of these bylaws. Candidates receiving the highest number of votes up to the number of directors to be elected are elected (e.g. if three candidates are nominated for two directorships, the top two vote winners are elected to the office). Directors shall be eligible for re-election without limitation on the number of terms they may serve.

Section 7.06. Compensation.

Board members receive no pay for service. They may be reimbursed for expenses incurred performing association work, e.g. reimbursement for postage, legal fees, transportation (out of the ordinary). The Board shall decide what is reasonable of these charges to compensate.

Section 7.07. Call of Meetings.

Meetings of the Board of Directors may be called by the president or vice-president.

Section 7.08. Place of Meetings.

Regular meetings of the Board of Directors may be held at any place within or outside the alumni chapter's principle office's state that has been designated from time to time by resolution of the Board. In the absence of such designation, regular meetings shall be held at the principal executive office of the corporation. Special meetings of the Board shall be held at any place that has been designated in the notice of the meeting or, if not stated in the notice, or if there is no notice, at the principle executive office of the corporation. Notwithstanding the provisions of the above section, a regular or special meeting of the Board of Directors may be held at any place consented to in writing by all the Board members, either before or after the meeting. If consents are given, they shall be filed with the minutes of the meeting. Any meeting, regular or special, may be held by conference telephone or similar communications

equipment, so long as all directors participating in the meeting can hear one another, and all such directors deemed to be present in person at such meeting.

Section 7.09. Regular Meetings.

Regular annual meetings of the Board shall be held without call or notice on November 1, the Eve of Founder's Day, of each year at the corporation's principal office. The purpose of the meeting is to elect officers and conduct such business as may come before the Board. Other regular meetings of the Board may be held without call at such time as shall from time to time be fixed by the Board. Such regular meetings may be held without notice.

Section 7.10. Special Meetings.

Notice of any special meeting of the Board of Directors shall be given to each director by first-class mail, postage prepaid, electronic mail, electronic medium or delivered in person or by telephone at least forty-eight (48) hours in advance.

Section 7.11. Quorum.

A majority of the directors (4 of 5), with one member being president or vice-president constitutes a quorum for transaction of business.

Section 7.12. Waiver of Notice.

The transactions of any meeting of the Board, however called and noticed or wherever held, shall be valid as though taken at a meeting duly held after regular call or notice, if: (a) a quorum is present, and (b) either before or after the meeting, each of the directors present signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. All waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of the meeting shall be also be deemed given to any director who attends the meeting without protesting, before or after its commencement, about the lack of adequate notice.

Section 7.13. Action Without a Meeting.

Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such written consent(s) must be filed with minutes of the proceedings of the Board. Action by written consent has the same force and effect as the unanimous vote of the directors.

Article VIII. (Officers)

Section 8.01. Officers.

The officers of the corporation shall be a president, a vice-president, and three (3) directors. These five officers constitute the Board of Directors. The corporation may have other officers, with such titles and duties, as shall be determined by the Board.

Section 8.02. Appointments.

The Board of Directors of the corporation shall be chosen and shall serve at the pleasure of the membership, subject to the rights, if any, of an officer under any contract of employment.

Section 8.03. Removal and Resignation.

Any officer may be removed either with or without cause by majority vote of the membership at any regular or special meeting thereof, subject in each case to any rights of such officer under any contract of employment. Any director may resign at any time by giving written notice to the Board, without prejudice, subject, however, to any rights of the corporation under any contract to which such director is a party.

Section 8.04. Vacancies.

A vacancy on the Board of Directors because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to such office.

Section 8.05. President.

The president shall be the chief executive officer of the corporation and shall, subject to the control of the Board, have general powers of supervision, direction, and control of the business and affairs of the corporation. The president shall preside at meetings of the Board or members of the corporation. The president shall have the general powers of management usually invested in the office of president of the corporation and shall have other such powers as may be prescribed by the Board of Directors or the majority of the membership. The president shall record or cause to be recorded and shall keep or cause to be kept, at the principal executive office or in such other place as the Board may direct, a book of minutes of actions taken at all meetings of the Board and members with the time and place of holding, whether regular or special meetings, and, if special, how authorized, the notice given thereof, the names of those present, and the proceedings thereof. The president shall give notice of all meetings of the Board and members required by the Corporations Code, the articles or these bylaws. The president shall keep the seal of the corporation in safe custody. The president shall be the chief financial officer of the corporation and shall keep and maintain or cause to be kept or maintained adequate and correct accounts of properties, business transactions, and assets and liabilities of the corporation. The books of account shall at all reasonable times be open to inspection by any director. The president shall deposit all monies and other valuables in the name and

to the credit of the corporation with such depositories as may be designated by the Board. The president shall disburse the funds of the corporation, render to the Board and members, whenever requested an account of all monetary transactions and the financial condition of the corporation.

Section 8.06. Vice-President.

In the absence or disability of the president, the vice-president shall perform all the duties of the president, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice-president shall have other such powers and perform other such duties as from time to time may be prescribed by the Board or the president.

Section 8.07. Active Collegiate Chapter President.

The duly elected Worthy Chief Counselor of the (*Chapter Name*) Collegiate Chapter of Phi Delta Chi shall serve as the collegiate chapter's representative to the Board of Directors. His or her status shall be that of liaison and he shall have no voting privileges. He or she shall be held accountable to the same standards as Board members when acting as an agent of the corporation.

Article IX (Committees)

Section 9.01. Committees.

The Board may appoint such committees as it deems appropriate in carrying out its purposes.

Article X (Indemnification of Directors, Employees, and Other Agents)

Section 10.01. Definitions.

For the purpose of this Article,

(A) "Agent" means any person who is or was a director, officer, employee, or other affiliate of this corporation, or is or was serving at the request of this corporation as a director, officer, employee, or instrument of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise.

(B) "Proceeding" means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative; and

(C) "Expenses" includes, without limitation, all attorneys' fees, costs, and other expenses incurred in the defense of any claims or relationship as agent and all attorneys' fees, costs, and other expenses incurred in establishing a right to indemnification under this Article.

Section 10.02. Successful Defense by Agent.

To the extent that an agent of this corporation has been successful on the merits in the defense of any claim,

issue or matter therein, the agent shall be indemnified against expenses actually and reasonably incurred by the agent in connection with the claim. If an agent either settles any such claim or sustains a judgment rendered against him, then the provisions of Sections 10.02 through 10.05 shall determine whether the agent is entitled to indemnification.

Section 10.03. Actions Brought by Persons Other than the Corporation.

Subject to the required findings to be made pursuant to Section 10.05, below, this corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any proceeding other than an action brought by, or on behalf of, this corporation, or by an officer, director, or person granted related status by the Attorney General, or by the Attorney General on the ground that the defendant director was or is engaging in self-dealing within the meaning of the (*principle office State*) Corporations Code, or by the Attorney General for any breach of duty relating to assets held in charitable trust, by reason of the fact that such person is or was an agent

Section 10.04. Actions Brought by or on Behalf of the Corporation.

(A) Claims settled out of court. If any agent settles or otherwise disposes of a threatened or pending action brought by or on behalf of this corporation, with or without court approval, the agent shall receive no indemnification either for amounts paid pursuant to the terms of the settlement or other disposition or for any expenses incurred in defending against the proceeding, unless it is settled with the approval of the Attorney General. (B) Claims and suits awarded against agent. This corporation shall indemnify any person who was or is a party to or is threatened to be made a party to any threatened, pending, or completed action brought by or on behalf of this corporation by reason of the fact that the person is or was an agent of this corporation, for all expenses actually and reasonably incurred in connection with the defense of that action, provided that both of the following are met: (1) The determination of good faith conduct required by Section 10.05, below, must be made in the manner provided for in that section; and (2) Upon application, the court in which the action was brought must determine that, in view of all other circumstances of the case, the agent should be entitled to indemnity for the expenses incurred. If the agent is found to be so entitled, the court shall determine the appropriate amount of expenses to be reimbursed.

Section 10.05. Determination of Agent's Good Faith Conduct.

The indemnification granted to an agent in Sections 10.03 and 10.04, above, is conditioned on the following: (A) Required standard of conduct. The agent seeking reimbursement must be found, in the manner provided below, to have acted in good faith, in a manner believed

to be in the best interest of this corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use in similar circumstances. The termination of any proceeding by judgment, order, settlement, conviction, or on a plea of nol contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or leave that his conduct was unlawful. (B) Manner of determination of good faith conduct. The determination that the

Section 10.06. Limitations.

No indemnification nor advance shall be made under this Article, except as provided in Sections 10.02 or 10.05(B)(2), in any circumstances when it appears: (A) That the indemnification or advance would be inconsistent with a provision of the Articles or an agreement in effect at the time of the accrual of the alleged cause of action asserted in the proceeding in which the expenses were incurred or other amounts were paid, which prohibits or otherwise limits indemnification; or (B) That the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement.

Section 10.07. Advance of Expenses.

Expenses incurred in defending any proceeding may be advanced by this corporation before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the agent to repay the amount of the advance unless it is determined ultimately that the agent is entitled to be indemnified as authorized in this Article.

Section 10.08. Contractual Rights of Non-directors and Non-officers.

Nothing contained in this article shall affect any right to indemnification to which persons other than directors and officers of this corporation, or any subsidiary hereof, may be entitled by contract or otherwise.

Section 10.09. Insurance.

The Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation against any liability other than for violating provisions against self-dealing asserted against or incurred by the agent in such capacity as arising out of the agent's status as such, whether or not this corporation would have the power to indemnify the agent against that liability under the provisions of this Section.

Article XI. (Records and Reports)

Section 11.01. Maintenance of Corporate Records.

The corporation shall keep: (A) Adequate and correct books and records of account; (B) Minutes in written form of the proceedings of its members, Board, and

committees of the Board. All such records shall be kept at the corporation's principal executive office.

Section 11.02. Directors' Rights.

Every director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of the Alumni Chapter and its subsidiaries. This inspection by a director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

Article XII. (Annual Statement of Certain Transactions)

Section 12.01. Annual Report.

In September of each year, the corporation shall prepare and mail or deliver to each member a statement of the amount and circumstances of any transaction and indemnification of the following kinds: (A) Any transaction(s) in which the corporation, its parent or subsidiary was a party, and in which either of the following had a direct or indirect financial interest: (1) Any director of the corporation, its parent or subsidiary (a mere common directorship shall not be considered an interest); or (2) Any holder of more than 10 percent (10%) of the voting power of the corporation, its parent or subsidiary, if such transaction involved over \$50,000.00, or was one of a number of transactions with the same person involving, in the aggregate, over \$50,000.00. (B) Any indemnification or advances aggregating more than \$10,000.00 paid during the fiscal year to any director of the corporation pursuant to Article X hereof.

Article XIII. (Construction and Definitions)

Section 13.01. Construction and Definitions.

Unless the context required otherwise, the general provisions, rules of construction, and definitions in Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the above, the masculine gender includes the feminine, the singular number includes the plural, and the plural, the singular, and the term "person" includes both the corporation and a natural person.

Article XIV. (Adoption, Amendment and Repeal of Bylaws)

Section 14.01. Adoption, Amendment, and Repeal of Bylaws by Directors.

Subject to any restrictions imposed by this Article, these bylaws may at any time be amended or repealed and new or additional bylaws adopted with the approval of the Board; provided, however, that such bylaws may not contain any conflict with the law, with the Articles, or with

the Official Constitution of Phi Delta Chi Pharmacy Fraternity.

CERTIFICATION:

I do hereby certify that I am the duly elected and acting president of the (*Chapter Name*) Alumni Chapter of Phi Delta Chi and that the foregoing Bylaws comprising five (5) pages constitute the bylaws of (*Chapter Name*) Alumni Chapter of Phi Delta Chi as duly adopted on _____, _____. IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this corporation this _____ day of _____.

_____,
President



Alumni Toolkit

Applying for a Charter

Once all tasks associated with creating the framework of the Chapter have been completed, the elected officers should begin to assemble the package of information to send to the Executive Council for review and approval. A sample petition is included in this manual. The minimum requirements named in the national Constitution and Bylaws are below:

1. Submit a petition signed by a least ten (10) Phi Delta Chi alumni Brothers requesting chartering to the National Office at least 60 days prior to expected chartering date.
2. Submit a copy of the Chapter's Constitution and Bylaws to the National Office as well as a list of its officers. This should be sent along with the petition.

While these are the minimum requirements, the charter will not likely be approved unless the Chapter can provide evidence that a solid framework exists. This includes evidence all of the underlined documents and tasks from the Framework page have been completed:

- Organizational chart;
- Contact list of current active alumni Brothers;
- Proof of a bank account, budget, and checks and balances in the financial processes;
- Chapter dues have been established and collected;
- Chapter operation documents including:
 - Statement of purpose
 - Job descriptions
 - Newsletter or other regular communication vehicle
- Chapter Constitution and Bylaws;
- Elected officer contact information and plan for term limits and elections;
- Evidence that Brothers have actively participated in achieving the stated "purpose" of the Chapter; and
- Additional Brothers aside from the founders have joined the Chapter since its inception.

Once all documents have been compiled, signatures obtained, and events completed, it is recommended that the Chapter's officers send the petition for chartering package to their RDAA for review. The RDAA will assure all components are in place and make recommendations to strengthen the petition.

The President of the Chapter should send the completed petition and accompanying materials to the GVPAA for review, and the GVPAA will bring the petition to the Executive Council with a recommendation to approve or not approve the charter based on the application.

The GVPAA will notify the Chapter President of the Executive Council's decision, typically within 45 days of petitioning. If the charter is approved, a date for the chartering ceremony will be determined. If it is not approved, the GVPAA and RDAA will work with the petitioning Brothers to make adjustments to strengthen their Chapter and petition.



Alumni Toolkit
Sample Petition for an Alumni Organization

With this petition, we the undersigned hereby request chartering and official recognition from the Phi Delta Chi Fraternity. If approved, our group will be formally known as the _____ Alumni Chapter of Phi Delta Chi.

We acknowledge that the undersigned Brothers have constructed a framework for this organization that will solidly stand the test of time and that we are committed to assuring this organization's vitality. All required documentation has been completed and accompanies this petition.

We acknowledge that each person signing below is an alumni brother in good standing of Phi Delta Chi.

Respectfully submitted by:

(Date) _____

Note: at least 10 signatures are required

Helpful hint: It is a tremendous help to the calligrapher if each name is printed or typed next to the signature.



Alumni Toolkit

Alumni Chapter Chartering Ceremony

Once your Chapter's charter has been approved by the Executive Council (EC), it is time to plan the Chartering Ceremony. A member of the EC or a representative will be in attendance to present the charter and congratulations from the National Office. Regional officers will likely be in attendance as well. The following steps will help assure the event is a success:

1. Select a Date and Time for the Chartering Ceremony:

Try planning the official charter presentation and chartering around a major event to increase interest especially if members are required to drive long distances to attend. Examples include Homecoming at your alma mater, Phi Delta Chi Founders' Day, or the anniversary of the collegiate Chapter's chartering. Most successful charterings take place on weekends. Be sure to schedule the ceremony on a date that many of the founding Brother and the national representative are able to attend.

2. Select a Location for the Chartering Ceremony:

The top considerations are if the venue will fit all Brothers and guests and if the cost is reasonable for the attendees. A sit down meal event will afford you great leeway for the actual presenting formalities, and an outdoor location will draw a big crowd but may be harder to keep the attention of a group during the presentation. When selecting a site, keep in mind this should be open to the alumni's family members also. A local family restaurant with banquet facilities (should a meal be included) would serve your purpose. Keep in mind that even though the chartering ceremony is a serious undertaking, it should also be fun and entertaining for those attending. If a focus of your Chapter is to support a specific collegiate Chapter, it may work best to have the ceremony at or near the university. Alumni find the familiar surroundings of the campus easy to come back to.

3. Plan Activities for the Chartering Ceremony:

As stated above, HAVE FUN!!! If a meal is involved, why not try a spaghetti house or pizza parlor. If more formality is desired, a family restaurant with a private dining area is best (remember though, you may have small children so don't get too fancy). If weather permits, a picnic or fish fry works wonderfully. Outdoors activities can greatly increase turnout, and a guest speaker adds an excellent touch to the program. Even a short continuing education program (very short if possible) may be of interest. Poll the prospective attendees to see what would be the most fun. If being held in association with a school of pharmacy, a tour of the pharmacy school may be of interest to, especially for those whose family is attending so that the alumnus can show the family where "Mom or Dad" went to school way back when.

4. Invite the Brothers

Be sure to provide enough time for Brothers to put the event on their calendar and make plans to attend. It is recommended that a minimum of 6 weeks notice be given to all founding Brothers and guests. Invitations can be sent by mail or electronically as long as all appropriate people are notified. Including the date, time, location, and price are a must, and listing any fun events could provide an added incentive for people to attend and bring their families.

5. The Official Chartering Ceremony:

To date, there is no formal ceremony in ritual pertaining to the chartering of alumni Chapters. Typically the charter is presented by a representative of the National Office (generally a national or regional officer) to the newly formed Chapter. The alumni Chapter's President or his/her designate provides a greeting to all in attendance as well as introduces the National Office's

representative. The representative generally will give a short synopsis of the happenings of the Fraternity both on the national and regional level and offer congratulations to the Brothers of the alumni Chapter. At that time, the charter is read aloud and presented to the President of the alumni Chapter. If a guest speaker is scheduled, the order of speaking may have to be altered. Likewise, if continuing education or another activity is planned, scheduling adjustments will have to be made. The timing of the official ceremony will depend on the type of event planned and the setting. Chapters should feel empowered to set the agenda and create an event that matches the personality of their Brothers.

6. Special Touches:

A nicely added touch is to provide a souvenir or memento of the chartering. Successful memorabilia from past charterings include etched glassware with the fraternity crest and date of chartering or copies of the actual charter being presented made into placemats. The event is more apt to be remembered by everyone if each person can take something home with them that will refresh their memory of the chartering in the future. Additionally, photographs should be taken, preserved in the alumni Chapter archive, and sent to the National Office for inclusion in a future edition of *The Communicator*.



Alumni Toolkit

Sustaining an Alumni Chapter

It is difficult to provide a roadmap for how an alumni Chapter should operate to remain strong and sustainable. Each one has a different purpose, officers, committees, and geographic spread. The number of in-person meetings cannot be mandated, the types of communications will not be standard, and the participation of Brothers will greatly vary. Below are a few guiding principles that should be applied and customized to fit the needs of your Chapter.

Maintain of a Strong Governing Body

Elected officers of the Chapter must be familiar with and follow the Constitution and Bylaws that were adopted at the time of chartering. This includes implementing activities that fulfill the purpose, holding routine elections, convening in-person meetings as outlined, and serving in their roles to the best of their ability. If this governing body does not hold strong, it is the duty of each of the alumni Chapter's Brothers to notify the RDAA or GVPAA so appropriate actions can be taken to correct the problem. A relaxed infrastructure is typically the first sign that the alumni Chapter is on a decline that can be avoided.

Fulfill National Office Requirements

Assure your organization has completed all requirements expected by the National Office of Phi Delta Chi. This includes filing all reports related to the organization's activities and assuring all Brothers participating in the local organization have paid their National Alumni Dues. A minimum requirement is that the list of active Brothers and elected officers be sent to the National Office on an annual basis. Additional requirements have typically been included in the Alumni Foundation Program reports, which can be found on www.phideltachi.org.

Host Social Activities

Meet up in person. Social functions keep members interested in the group as a whole and help Brothers get to know each other better. These gatherings allow members to participate along with their spouses and family in a Fraternity function and not have them feel "left out." In today's society, family involvement is extremely important. To start, one or two major events should be planned annually as well as smaller regional gatherings to allow members not willing to travel to participate. Spouses should be allowed and encouraged to participate in plans made by the organization unless official business is being conducted. Suggestions for activities include, Homecoming, family picnic, wine & cheese party, continuing education along with dinner, golf/tennis tournament, horse races, ski trip, or just a happy hour at a local bar.

Regularly Communicate with the Brothers

Communication is of utmost importance. Sending out monthly emails or newsletters keeps alumni Chapter members, the RDAA, GVPAA, and National Office informed of what is going on at your Chapter. These publications are also a great way to recruit new Brothers to be members of your Chapter and let local Brothers know how about upcoming events and ways to get involved. Tips to create an effective communication include:

1. Send a newsletter or email at least 4 times per year.
2. Annually, send your newsletter to all alumni Brothers who may be interested in joining. Thereafter, only mail newsletters to dues paying members.
3. Content might include the following: alumni Chapter activities and awards, honors and personal items of interest of members, active updates, articles of interest from collegiate Chapters, schedule of events, a membership application, list of members' addresses and phone numbers, and national fraternity news.

Tips for Keeping Alumni Chapters Active

- Evaluate, monitor and reevaluate alumni goals, objectives and action plans routinely. Alumni organizations must consider the needs and desires of its Brothers and strive to meet those needs within the context of the national Fraternity's Constitution and Bylaws. The Chapter Constitution and Bylaws can be amended to meet the needs to the Brothers, which will often revitalize participation.
- Promote the successes of alumni as contributions to the organization, school of pharmacy, profession, and community. Announce good news often and through as many means as possible.
- Communicate with other alumni Chapters. Exchange newsletters and share organizational practices, goals and objectives.
- Inform new graduates of the alumni Chapter's activities and encourage them to become involved even before graduation. Consider offering discounted Chapter dues for new grads.
- Provide alumni an opportunity to include their families and vary events to attract and hold a variety of alumni interests. Make the events fun for everyone in attendance.
- Encourage local collegiate Chapter to participate in alumni Chapter activities as a prelude for joining an alumni Chapter after graduation.
- Regular short communications or items posted on the national web page are more effective than infrequent, full documents. The National Office and GVP of Communications are available to help you spread your message to alumni Brothers.
- Maintain close communication with your RDAA.

Remember, alumni Chapters are created to meet the needs of the Brothers who form them. If your alumni Chapter is not meeting the needs of its Brothers, it is time to realign your focus. Your RDAA and the GVPAA are available to help with this process and in any other way that will ensure the long-term viability of your Chapter.