

Articles of Incorporation
OF THE IOWA STATE CHAPTER OF TRIANGLE FRATERNITY

These Articles of Incorporation shall include the Constitution and associated Bylaws of the Iowa State Chapter of Triangle Fraternity, Inc.

The initial registered agent and office, at time of re-incorporation, shall be:

Brant Bristow
3236 Elmwood Drive
Des Moines, IA 50312

The incorporators are:

Chris Moe (is92)
Alumni Board President
7035 Tree House Way
Flowery Branch, GA 30542

Jason Carroll (is01)
Alumni Treasurer/Secretary
15255 Edinborough Ave NE
Prior Lake, MN 55372

Dax Kuhfuss (is98)
Alumni Board Member
3940 Grand Ave. S.
Minneapolis, MN 55409

Clint Rabe (is98)
Alumni Board Member
619 Poe Ave.
Ames, IA 50010

Brant Bristow (is98)
Alumni Vice-President
3236 Elmwood Dr.
Des Moines, IA 50312

Bob Balsbaugh (is74)
Alumni Board Member
9515 W. 104th Terrace
Overland Park, KS 66212

John Pritchard (is82)
Alumni Board Member
2054 Red Feather Point
Lafayette, CO 80026-9385

**CONSTITUTION OF THE IOWA STATE
CHAPTER OF TRIANGLE FRATERNITY**

PART I: GENERAL

Article 1: Name and Objective

Section 1. This organization shall be known and designated as the Iowa State University Chapter of Triangle, Inc. by virtue of the charter granted to it on April 25, 1964, by TRIANGLE FRATERNITY, a National Fraternity of Engineers, Architects, and Scientists; and by virtue of its Articles of Incorporation recorded in the Office of the Secretary of State at Des Moines, Iowa, on June 18, 1963, and re-incorporated on August ~~XX~~, 2013.

Commented [CJ1]: To be completed once filed

Section 2. The objective of the Iowa State University Chapter of Triangle shall be to establish and perpetuate a fraternity for Engineers, Architects, and Scientists; and to maintain a home for its members at Iowa State University, Ames, Iowa, in accordance with the National Constitution of TRIANGLE and the applicable policies of Iowa State University.

Section 3. Any section of By-Law of this Constitution not in accord with the National Constitution or the Ritual of TRIANGLE shall be void, and shall be amended, as hereinafter provided.

Article 2: Membership and Organization

Section 1. The members of the Iowa State University Chapter of Triangle shall be all men who have been regularly initiated into the chapter, and all Honorary, Associate, and Affiliated members of the Chapter, as defined in Article 3 of the National Constitution of TRIANGLE.

Section 2. The chapter shall consist of an Alumni Organization and an Active Organization, as hereinafter described.

Section 3. The government of the Iowa State University Chapter of Triangle shall be vested in a Board of Directors and administered by an Executive Committee, as hereinafter provided.

Section 4. The Iowa State University Chapter of Triangle shall be incorporated under the laws of the State of Iowa as provided for Chapter 504, Code of Iowa, 1958, and all laws amendatory thereto, as a corporation not for pecuniary profit. If the corporate name of the Chapter differs from its fraternal name, the corporate name shall be used in legal matters only.

Section 5. The corporation shall be governed according to this Constitution and By-Laws, the Articles of Incorporation of the Iowa State University Chapter of Triangle, Inc., and according to its legal contracts.

Article 3: Powers and Duties

Section 1. The Iowa State University Chapter of Triangle, Inc. shall have the power and right to acquire, hold, mortgage, lease, manage, dispose of, and convey real and personal property; to borrow money, and in connection therewith, to assign, pledge, or mortgage any assets of the Corporation as security; and to do all other things necessary, subsidiary or convenient to carry out and effectuate the purposes and objectives of the corporation.

Article 4: Exemptions

Section 1. The private property of the members of the Iowa State University Chapter of Triangle, Inc. shall be exempt from corporate debts or liabilities of every kind and nature.

Section 2. This Article shall not be amended or repealed.

Article 5: Meetings

Section 1. The Iowa State University Chapter of Triangle, Inc. shall hold its Annual Meeting each year on the day designated by Iowa State University as Homecoming for that year, at a time to be specified by the Board of Directors. In the event no such designation has been made in any calendar year on or prior to November 1, then the Annual Meeting will be held at 7:30 p.m. on the second Saturday in November.

Section 2. The Iowa State University Chapter of Triangle, Inc. shall hold a Semi-Annual Meeting each year on the day designated by Iowa State University as VEISHEA for that year, at a time to be specified by the Board of Directors. In the event no such designation has been made in any calendar year on or prior to April 30, then the Semi-Annual Meeting will be held at 7:30 p.m. on the second Saturday in May.

Section 3. All annual Meetings of the Corporation shall be held at a location selected by and announced by the Corporation President and announced at least fourteen (14) days prior to the Annual Meeting.

Section 4. Special Meetings of the Executive Committee, the Corporation, or the Board of Directors may be held at such time and place and upon such notice as the Executive Committee of the Board of Directors may prescribe; and may be called upon written request by ten (10) members of the Active Chapter to the Executive Committee of the Board of Directors of the Corporation.

Section 5. Written notice shall be sent to all members for the Annual Meeting and for any Special Meetings dealing with amendment to Articles of Incorporation or this Constitution at least fourteen (14) days prior to such meetings.

Section 6. A quorum for the transaction of any business except that of amending Part I and By-Laws pertaining thereto of this Constitution shall consist of no less than four (4) members of the Board of Directors of the Corporation.

A quorum for a meeting whereat Part I and By-Laws pertaining thereto of this Constitution shall be

amended shall consist of Chapter members as required by Part II, Article 2, Section 3; and Part III, Article 3, Section 3.

Article 6: Executive Committee and the Board of Directors

Section 1. The powers and duties of the Corporation shall be conducted and exercised by a Board of Directors, consisting of six (6) Alumni Members and the Active President.

Section 2. At every annual meeting there shall be elected for terms of three (3) years, two (2) directors to the Board.

Section 3. Installation of the Board of Directors shall take place at the Annual Meeting of the Corporation.

Section 4. The Executive Committee of the Board of Directors shall be composed of the Officers of the Board of Directors, the acting President of the Active Organization, and such other Directors as the Board President may designate.

Section 5. It shall be the duty of the Board of Directors of the Corporation to carry on all matters pertaining to the real property of the Chapter, to act as custodians of the real property, to act in an advisory capacity toward the Active Organization, and to make a complete report of the status of the Chapter at each Annual Meeting.

Section 6. The Board of Directors of the Corporation shall administer the funds of the chapter, and shall authorize the disbursement of funds for such general purposes as the Alumni Organization may direct.

Section 7. In case of a vacancy on the Board of Directors, a successor shall be chosen by the Board to act until the next Annual Meeting of the Corporation.

Section 8. The officers of the Corporation shall be a President, Vice President, and Secretary-Treasurer, all of whom shall be selected from the Alumni Membership of the Board of Directors. Such officers shall be elected by the Alumni Organization at the Annual Meeting of the Corporation and shall serve for a term of one year, or until their successors are elected and qualified. The officers of the Board of Directors shall hold corresponding offices in the Alumni Organization of the Iowa State University Chapter of Triangle Fraternity.

Article 7: Amendments

Section 1. Any Section, except ARTICLE 4, of Part I of this Constitution may be amended at any Annual Meeting or at any Special Meeting called for such purpose, provided two weeks written notice of the proposed amendment shall have been mailed to each member of the Corporation at his last known address.

Section 2. Amendments may be requested by the Active Organization or the Alumni Organization of the Iowa State University Chapter of Triangle Fraternity.

Section 3. Any amendment so submitted shall be adopted if it received the favorable vote of three fourths (¾) of the members present at the meeting, if such membership constitutes a quorum, and the approval of the National Council of TRIANGLE.

Article 8: Dissolution

Section 1. If the Iowa State University Chapter of Triangle should be dissolved, the net assets will become the property of the National Council of Triangle Fraternity.

Section 2. The existence to the Iowa State University Chapter of Triangle, Inc. shall continue as long as the statutory provisions regulating non-profit organizations permit, unless it is sooner dissolved as by law provided.

Article 9: By-Laws

Section 1. By-Laws to Part I of this Constitution may be enacted or amended by a two-thirds (2/3) favorable vote of the members present at the Annual Meeting or Special Meeting, if such membership constitutes a quorum.

Section 2. By-Laws to this Constitution shall conform to the fundamental principles of this Constitution.

BY-LAWS TO PART I

Article 1: Chapter Property

Section 1. The Active Organization shall sign a lease with the Board of Directors for the use of the chapter house and any other chapter property on an annual basis. The lease shall define the rules and obligations for use of the property, including the amount of rent.

Section 2. Each individual resident on chapter property shall sign a lease with the Board of Directors.

Section 3. The terms of all leases shall be reviewed and approved by the Board of Directors and the Active Chapter on an annual basis.

PART II: ALUMNI ORGANIZATION

Article 1: Membership and Organization

Section 1. The Alumni Organization of the Iowa State University Chapter of Triangle shall include all members of the Chapter who are not members of the Active Organization.

Section 2. The Alumni Organization may at its discretion be represented in all legal and business matters by the Board of Directors of the Chapter. However, it may act with authority on all matters defined in Part II, Article 3.

Section 3. The officers of the Alumni Organization shall be the same as the officers of the Board of Directors of the corporation by virtue of their election to the positions defined in Part I, Article 6, of this Constitution.

Article 2: Meetings

Section 1. The Alumni Organization shall hold its Annual Meeting immediately preceding the Annual Meeting of the Corporation, unless by direction of the Executive Committee of the Board of Directors it is held in conjunction with the Annual Meeting of the Corporation.

Section 2. Special Meetings may be called by the President of the Alumni Organization at any time, by due notice to the members as described in Part I, Article 5, Section 4 of this Constitution.

Section 3. A quorum for the transaction of business shall consist of no less than four (4) members of the Alumni Organization of the Chapter.

Article 3: Duties

Section 1. The Alumni Organization shall elect and send a delegate to each National Convention of TRIANGLE.

Section 2. The Alumni Organization shall finance the preparation and mailing of all Chapter Newsletters.

Section 3. The Alumni Organization shall determine the general purposes for which the Board of Directors of the Corporation may disburse funds.

Section 4. It shall be the duty of the Alumni Organization to promote the social and professional welfare of the members of the Chapter by carrying on suitable activities, and by making recommendations for the benefit of the Chapter to the Board of Directors of the Corporation.

Article 4: Amendments

Section 1. Any Section of Part II of this Constitution may be amended at any Annual Meeting or at any Special Meeting called for such purpose, provided two weeks written notice of the proposed amendment shall have been mailed to each Alumni Organization Officer at his last known address.

Section 2. Any amendment so submitted shall be adopted if it receives the favorable vote of three-fourths ($\frac{3}{4}$) of the members present at the meeting, if such membership constitutes a quorum, and the approval of the National Council of TRIANGLE.

Article 5: By-Laws

Section 1. By-Laws to Part II of this Constitution may be enacted or amended by a two-thirds ($\frac{2}{3}$) favorable vote of the members present at the Annual Meeting or Special Meeting, if such membership constitutes a quorum.

Section 2. By-Laws to this Constitution shall conform to the fundamental principles of this Constitution.

BY-LAWS TO PART II

Article 1: Meetings

Section 1. The Board of Directors shall meet or conference two (2) times per year, outside of the Annual and Semi-Annual Meetings, in order to conduct and review the business of the chapter.

Section 2. Meetings and votes, including elections, using teleconferencing, electronic mail, and other technologies shall be allowed at the discretion of the Board.

Article 2: Officer Responsibilities

Section 1. All officers shall:

- Participate in all Board meetings
- Attend chapter events as much as possible
- Communicate regularly with the President

Section 2. The President shall:

- Be the chief executive officer of the Corporation
- Preside at all meetings of the Board
- See that all orders and directives of the Corporation are carried out
- Appoint committees and positions as necessary
- Communicate regularly with the Active President

Section 3. The Vice President shall:

- Exercise the powers ordinarily exercised by the president in case of his absence
- Assist the president as needed
- Perform such other duties as may be determined by the Board

Section 4. The Secretary-Treasurer shall:

- Record all votes and minutes of meetings
- Be the chief financial officer of the Corporation
- Prepare, or have prepared, documentation as required by federal, state, or local governments, or the National Organization of TRIANGLE

Article 3: Committees and Appointed Positions

Section 1. The President shall appoint a Communications Chair who shall be responsible for working with the appropriate Active officers in publishing the chapter news. This person may or may not be a member of the Board of Directors.

Section 2. The President shall appoint a Web Page Editor who shall be responsible for maintaining the Alumni Organization web site. This person may or may not be a member of the Board of Directors.

Section 3. The President may appoint other committees or positions as necessary.