

BY-LAWS
of the
Central Ohio Alumni Association of
Phi Mu Alpha Sinfonia Fraternity of America, Inc.

Ratified August 18, 2010

[THESE BY-LAWS ARE NOT CURRENT. PLEASE REFER TO THE COAA WEBSITE (<http://coaa.sinfonia3.org>) FOR THE CURRENT REVISION.]

ARTICLE I
Name, Purposes, and Governance

SECTION ONE. Name.

This organization shall be known as the CENTRAL OHIO ALUMNI ASSOCIATION OF PHI MU ALPHA SINFONIA FRATERNITY OF AMERICA, INC. ("the COAA")

SECTION TWO. Purpose.

The purpose of the COAA shall be consistent with the Object outlined in Article I, Section Two of the National Constitution and the Purposes outlined in Article XIV, Section One of the National Constitution.

SECTION THREE. Mission Statement.

The mission of the COAA shall be for the development of brotherhood among alumni Sinfonians; the support and expansion of collegiate chapters; and the advancement of local musical outreach programs.

SECTION FOUR. Governance.

The documents governing the COAA shall be these By-Laws wherever not inconsistent with the National Constitution of Phi Mu Alpha Sinfonia Fraternity of America, Inc. and the Initiation Ritual.

SECTION FIVE. Geographical Area of Concern.

The COAA's geographical area of concern regarding support of collegiate chapters and recruitment of new members shall be the Central Ohio area. "Central Ohio" shall be defined as Franklin County and the adjacent counties (Delaware, Licking, Fairfield, Pickaway, Madison, and Union Counties).

ARTICLE II
Membership and Participation

SECTION ONE. Eligibility.

Membership in the COAA is open to all alumni or honorary brothers of Phi Mu Alpha Sinfonia Fraternity of America.

SECTION TWO. Participation.

Participation in meetings and social functions is open to all alumni or honorary members of Phi Mu Alpha Sinfonia. Voting rights and office-holding privileges are retained solely to dues-paying COAA members, except during the first year of reorganization as outlined in Article II, Section Four of these By-Laws. Such members shall be referred to as Voting Members.

SECTION THREE. Dues.

COAA dues shall be Sixty Dollars (\$60.00) per annum per member, payable on or before the Annual Meeting. Voting Membership conferred by payment of these dues shall extend until the beginning of the following Annual Meeting. Five Dollars (\$5.00) of this amount shall go to the national headquarters to pay for a subscription to the Sinfonian Magazine for each member. Life Loyal Sinfonians, who receive this subscription free of charge, shall have dues of Fifty-Five Dollars (\$55.00) per annum per member.

SECTION FOUR. Reorganization Period Dues Exception.

For the purpose of restructuring the organization and putting officers in place during the reorganization period, payment of COAA dues shall not be required for voting and office-holding privileges. Those who wish to be Voting Members during the 2011-2012 year must have paid dues by the Annual Meeting in May of 2011.

ARTICLE III Offices

SECTION ONE. Elected Offices.

The COAA shall annually elect a Vice-President, Secretary, Treasurer, and Collegiate Liaison from amongst the Voting Members at large. No person may hold more than one elected office at once.

SECTION TWO. Appointed Offices.

The President shall appoint, with the approval of the Executive Committee, the offices of Music Director and Webmaster. These positions may be held by any Voting Member of the COAA except the President.

SECTION THREE. Terms of Office.

All elected officers except the Vice-President shall serve for a one-year term. The Vice-President shall serve for a term of two years, the second of which he shall serve as President. Each officer is eligible for reelection to consecutive terms, with the exception of the President and Vice-President. The outgoing President shall be eligible for election to any other office, including Vice-President.

SECTION FOUR. President.

The President shall preside over all meetings of the COAA and its Executive Committee and appoint chairmen of Special Committees. The President shall serve as the primary liaison between the COAA and the national headquarters. In addition, the President shall, in conjunction with the Secretary and Treasurer, see that the annual personnel report is filed with the national headquarters in a timely manner.

SECTION FIVE. Vice-President.

The primary role of the Vice-President shall be to prepare to assume the Presidency in the following year. In the absence of the President, the Vice-President shall preside over meetings of the COAA and of the Executive Committee. The Vice-President shall also carry out any other pertinent duties as may be deemed necessary by the President or the Executive Committee. Should the office of President become vacant, the Vice-President shall assume the office of President, and the office of Vice-President shall be filled, pursuant to Article IV, Section Six of these by-laws.

SECTION SIX. Secretary.

The Secretary shall be in charge of all internal and external COAA correspondence. He shall keep a record of all meetings of the COAA and shall be responsible for keeping the COAA calendar. He shall work with the President and Treasurer to ensure that the annual personnel report is filed with the national headquarters in a timely manner.

SECTION SEVEN. Treasurer.

The Treasurer shall keep a record of all finances of the COAA. This shall include, but not be limited to, a bank account, petty cash, dues, donations, and endowments. At least twice per year, the Treasurer shall prepare and submit to the Executive Committee an itemized report on the finances of the COAA. He shall work with the President and Secretary to ensure that the annual personnel report is filed with the national headquarters in a timely manner.

SECTION EIGHT. Collegiate Liaison.

The Collegiate Liaison shall facilitate communication between the COAA and collegiate chapters in Central Ohio. He should be in contact with chapter Alumni Relations Officers. The Collegiate Liaison shall report to the COAA on collegiate activities and province-level events, including Rituals. In addition, he shall be in charge of the COAA's efforts to foster expansion of new collegiate chapters.

SECTION NINE. Music Director.

The Music Director shall direct all musical rehearsals and activities of the COAA and shall perform all other pertinent duties as the Executive Committee may specify.

SECTION TEN. Webmaster.

The Webmaster is responsible for maintaining an updated and accurate website for the COAA and shall oversee the COAA's online communications infrastructure.

ARTICLE IV

Elections

SECTION ONE. Nominations.

The President shall appoint the members of a Nominations Committee, with the Vice-President as its chair, at least six weeks prior to the Annual Meeting of the COAA. The committee shall make its report to the COAA at least three weeks prior to the Annual Meeting. Nominations will remain open from the floor at the Annual Meeting.

SECTION TWO. Elections.

Elections shall be held yearly at the Annual Meeting of the COAA. Elections shall be by secret ballot, and each office shall require a majority of votes cast for that office. If such a majority cannot be obtained, a second ballot shall be held between the top two vote-getting candidates.

SECTION THREE. Reorganization Period Elections.

Initial elections shall be held at the meeting immediately following the ratification of these By-Laws. As there is no sitting Vice-President prior to the reorganization of the COAA, the initial President shall be elected to office from the membership at large.

SECTION FOUR. Resignation.

Any officer may choose to resign at any point during his term. Notice of such resignation must be presented in writing to the Secretary.

SECTION FIVE. Removal.

Any officer may be removed from office by a two-thirds vote of all Voting Members at a General Meeting of the COAA. Such a vote may not be held at a Special Meeting. Notice of the motion to remove an officer must be given to that officer and to the Executive Committee no less than one week prior to the General Meeting at which the motion is to be made. The officer shall have the option to speak in his defense prior to the vote. If the officer is absent from the meeting, this option shall be considered waived.

SECTION SIX. Vacancies.

Any vacancies in elected offices shall be filled by a special election at the next General Meeting. A Special Meeting may also be called by the Executive Committee for this purpose, pursuant to Article VI, Section Three of these By-Laws. This election shall be held in the same manner as the annual officer elections. The elected officer shall fill the office for the remainder of the term.

SECTION SEVEN. Vacancy of the President. Should the office of President become vacant, the office shall be filled by the sitting Vice-President, who shall complete the current term and shall again serve as President in the following term, pursuant to Article III, Section Three of these By-Laws. The office of Vice-President shall be filled pursuant to Article IV, Section Six of these By-Laws. This newly-elected officer shall be referred to as Interim Vice-President. He shall complete the current term fulfilling the role of Vice-President, but shall not assume the office of President in the following year. The Interim Vice-President shall be eligible for reelection to the office of Vice-President at the next Annual Meeting.

ARTICLE V

Committees

SECTION ONE. Executive Committee.

The Executive Committee shall consist of the President as its chairman, and also the Vice-President, Secretary, Treasurer, and Collegiate Liaison. Each member of the Executive Committee shall have one vote and no member may hold more than one Executive Committee office.

SECTION TWO. Nominations Committee. The Nominations Committee shall consist of the Vice-President as its chairman and at least two other Voting Members that are appointed by the President. This committee shall recommend a slate of one candidate for each office to be filled.

SECTION THREE. Special Committees.

The Executive Committee may authorize the creation of Special Committees which shall serve until completing their specified assignment or until dissolved by the Executive Committee. Each Special Committee chairman shall be appointed by the President, subject to ratification by a majority vote of the Executive Committee. Each appointed chairman shall serve at the discretion of the President for the remainder of the President's term of office, and may be

reappointed by the following President. Any Voting Member of the COAA can be appointed chairman of a Special Committee except the President.

SECTION FOUR. Committee Structure.

Each committee shall meet at the discretion of its chairman. Each Special Committee chairman shall appoint no fewer than two additional members from amongst the Voting Members of the COAA. Each committee chairman shall prepare a report to be given at each regular meeting of the COAA.

**ARTICLE VI
Meetings**

SECTION ONE. Annual Meeting.

An Annual Meeting shall be held once each May, as determined by the Executive Committee, for the purpose of electing officers.

SECTION TWO. General Meetings.

General Meetings of the COAA shall be held at regular intervals to be determined by the Executive Committee for the purpose of conducting business.

SECTION THREE. Special Meetings.

A special business meeting of the COAA may be called by the Executive Committee with at least one week's notice.

SECTION FOUR. Quorum.

To conduct business at a scheduled meeting of the COAA, at least three members of the Executive Committee must be present with at least three additional Voting Members.

SECTION FIVE. Parliamentary Authority.

Annual, General, and Special Meetings of the COAA shall be governed by the current edition of Robert's Rules of Order wherever practical and not inconsistent with these By-Laws, the National Constitution, or the Initiation Ritual.

**ARTICLE VII
Amendment and Revision**

SECTION ONE. Amendment.

These by-laws may be amended or replaced at any General Meeting of the COAA, provided one week's notice has been given to the general membership. Any amendments require a two-thirds affirmative vote of the Voting Members present and voting.

SECTION TWO. Amendment Committee.

The Executive Committee shall create, pursuant to Article V, Section Three of these By-Laws, an Amendment Committee to revise these By-Laws immediately following each National Convention, and at any other time as should be deemed necessary

SECTION THREE. Severability.

Should any part of these By-Laws be found to be inconsistent with the National Constitution, the Initiation Ritual, or any other part of these By-Laws, that part shall be severed and held void as from the rest of these By-Laws. Any such severed part shall be considered for review and/or amendment by the COAA at the discretion of the Executive Committee. No part of these By-Laws held inconsistent shall be construed to hold them wholly void.