



Delta Gamma

1873

March 26, 2024

Dear Voting Members of the Delta Gamma Foundation:

The voting members of the Delta Gamma Foundation will convene for the Annual Meeting on Friday, June 28, 2024, at 2:45 p.m. Pacific time at the JW Marriott Palm Desert Springs Resort & Spa.

The attached proposed amendments to the Delta Gamma Foundation Constitution will be presented at the annual meeting and considered by the voting members of the Delta Gamma Foundation.

According to the provisions of Article XII. Amendments, Section 2 of the Delta Gamma Foundation Constitution, any proposed amendments to the amendments must be sent by **June 1, 2024**, to the Constitution Chair, Delta Gamma Foundation, Susan R. Cornell, at srcornell115@gmail.com or FoundationConstitution@deltagamma.org or 400 Barlow Road, Gettysburg, PA 17325.

If you have any questions, please contact me by email or phone (301-325-7128).

In the Bonds,

Susan R. Cornell, J.D.
Epsilon Delta-Washington and Jefferson
Constitution Chair
Delta Gamma Foundation



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Proposed Foundation Constitutional Amendments

Article X Foundation Program Section 2 Committees

Current Language:

Section 2. Committees Committees, as may be necessary to assist the Board in carrying out the programs of the Foundation, shall be appointed by the Board of Trustees. The committees shall be appointed for a term of two years and be chaired by a Chairman, appointed by the Board of Trustees, who may serve only two such terms consecutively.

Proposed Language:

Section 2. Committees The Board of Trustees may appoint Committees as may be necessary in carrying out the programs of the Foundation.

Rationale:

The proposed language preserves the authority of the BOT to appoint committees but eliminates the term limit language. This provides the Board with flexibility to adjust the term limits for a particular committee and for committee service as needed.

The following proposed amendments change “chairman” to “chair” wherever that term appears in these Constitution provisions.” These proposed amendments will be presented at the Annual Meeting as a single motion.

Article III Membership Section 2 Classes of members

Current Language:

Section 2. Classes of members There shall be two classes of members, the Foundation Positions and the Fraternity Positions. The Foundation Positions shall consist of the elected members of the Delta Gamma Foundation Board of Trustees, the Delta Gamma Foundation Executive Director, and the Delta Gamma Foundation Directors and Coordinators. The Fraternity Positions shall consist of the Delta Gamma Fraternity Council and the Delta Gamma Fraternity Directors. The aggregate voting power of the membership shall be exercised by the Foundation Positions, collectively, and the Fraternity Positions, collectively, as follows:

- A. Fifty-one percent (51%) of the aggregate voting power of the membership shall be exercised collectively by the Foundation Positions; and
- B. Forty-nine percent (49%) of the aggregate voting power of the membership shall be exercised collectively by the Fraternity Positions.



Only individuals present at a meeting may vote. At each meeting, the fifty-one percent (51%) aggregate voting power of the Foundation Positions shall be allocated among the individuals serving in Foundation Positions. Similarly, the forty-nine (49%) aggregate voting power of the Fraternity Positions shall be allocated among the individuals serving in Fraternity Positions. The number of votes of each person in attendance serving in a Foundation Position and each person serving in a Fraternity Position shall be calculated prior to each meeting by the **Chairman** of the Foundation Board of Trustees, the Foundation Executive Director and the Foundation Constitution **Chairman**.

Proposed Language:

Section 2. Classes of members There shall be two classes of members, the Foundation Positions and the Fraternity Positions. The Foundation Positions shall consist of the elected members of the Delta Gamma Foundation Board of Trustees, the Delta Gamma Foundation Executive Director, and the Delta Gamma Foundation Directors and Coordinators. The Fraternity Positions shall consist of the Delta Gamma Fraternity Council and the Delta Gamma Fraternity Directors. The aggregate voting power of the membership shall be exercised by the Foundation Positions, collectively, and the Fraternity Positions, collectively, as follows:

- A. Fifty-one percent (51%) of the aggregate voting power of the membership shall be exercised collectively by the Foundation Positions; and
- B. Forty-nine percent (49%) of the aggregate voting power of the membership shall be exercised collectively by the Fraternity Positions.

Only individuals present at a meeting may vote. At each meeting, the fifty-one percent (51%) aggregate voting power of the Foundation Positions shall be allocated among the individuals serving in Foundation Positions. Similarly, the forty-nine (49%) aggregate voting power of the Fraternity Positions shall be allocated among the individuals serving in Fraternity Positions. The number of votes of each person in attendance serving in a Foundation Position and each person serving in a Fraternity Position shall be calculated prior to each meeting by the **Chair** of the Foundation Board of Trustees, the Foundation Executive Director and the Foundation Constitution **Chair**.

Rationale:

The term “chairman” implies a male occupant of the position.

Article V Officers of the Foundation Section 1 Officers

Current Language:

Section 1. Officers The officers of the Foundation shall be a President who shall be known as the **Chairman**; and a Secretary, and a Treasurer.

Proposed Language:

Section 1. Officers The officers of the Foundation shall be a President who shall be known as the **Chair**; and a Secretary, and a Treasurer.

Rationale:

The term “chairman” implies a male occupant of the position.



Article VII Election and Vacancies Section 1 Governance Committee Subsection B

Current Language:

Subsection B. A **chairman** for the Governance Committee shall be appointed by the Board of Trustees of the Delta Gamma Foundation.

Proposed Language:

Subsection B. A **chair** for the Governance Committee shall be appointed by the Board of Trustees of the Delta Gamma Foundation.

Rationale:

The term “chairman” implies a male occupant of the position.

Article VIII Meetings Section 1 Schedule of meetings

Current Language:

Section 1. Schedule of meetings The Board of Trustees shall meet at least semi-annually, the time and place of the meeting to be decided by the Board. The **Chairman** or any two Trustees may call a special meeting. At least two weeks written or electronic transmission notice of a meeting must be given to each Trustee.

Proposed Language:

Section 1. Schedule of meetings The Board of Trustees shall meet at least semi-annually, the time and place of the meeting to be decided by the Board. The **Chair** or any two Trustees may call a special meeting. At least two weeks written or electronic transmission notice of a meeting must be given to each Trustee.

Rationale:

The term “chairman” implies a male occupant of the position.

Article IX Executive Director

Current Language:

The Board of Trustees shall annually appoint an Executive Director of the Delta Gamma Foundation. The Executive Director shall be responsible for the proper execution of the functions, activities and programs of the Foundation within the provisions of the budget approved by the Board of Trustees. The Executive Director shall be responsible to the Board of Trustees and report directly to the **Chairman** of the Board.

Proposed Language:

The Board of Trustees shall annually appoint an Executive Director of the Delta Gamma Foundation. The Executive Director shall be responsible for the proper execution of the functions, activities and programs of the Foundation within the provisions of the budget approved by the Board of Trustees. The Executive Director shall be responsible to the Board of Trustees and report directly to the **Chair** of the Board.

Rationale:

The term “chairman” implies a male occupant of the position.



Article XIII Amendments Section 2 Required Notice

Current Language:

Section 2. Required notice Notice in writing of any proposed amendments shall be sent by December 1 to the Foundation Constitution **Chairman** who shall refer them to the Board of Trustees by February 1. By April 15 the Constitution **Chairman** shall submit the proposed amendments to the members, noting those approved by the Board of Trustees. Any proposed amendments to the amendments must be sent by June 1 preceding the annual meeting to the Constitution **Chairman** of the Foundation. This provision shall not operate to prevent any amendments arising at an annual meeting to these amendments sent as of June 1.

Proposed Language:

Section 2. Required notice Notice in writing of any proposed amendments shall be sent by December 1 to the Foundation Constitution **Chair** who shall refer them to the Board of Trustees by February 1. By April 15 the Constitution **Chair** shall submit the proposed amendments to the members, noting those approved by the Board of Trustees. Any proposed amendments to the amendments must be sent by June 1 preceding the annual meeting to the Constitution **Chair** of the Foundation. This provision shall not operate to prevent any amendments arising at an annual meeting to these amendments sent as of June 1.

Rationale:

The term “chairman” implies a male occupant of the position.

