



FRAMEWORK FOR GOVERNANCE, REPRESENTATION, AND ACCOUNTABILITY

BYLAWS OF
ALPHA PHI OMEGA PHILIPPINES, INCORPORATED



**ALPHA PHI OMEGA PHILIPPINES, INCORPORATED
BYLAWS**

PREAMBLE	1
ARTICLE I	
FOUNDATIONAL DECLARATIONS	1
Section 1. Name.	1
Section 2. Nature and Purpose.	1
Section 3. Vision and Mission.	2
(a) Vision	2
(b) Mission	2
Section 4. Declaration of Principles.	2
Section 5. Domicile.	2
Section 6. Official Logos and Insignia.	2
ARTICLE II	
MEMBERSHIP	4
Section 1. Institutional Membership.	4
Section 2. Qualifications of Individual Members.	4
Section 3. Pledge and Pledgeship.	4
(a) Pledge	4
(b) Pledgeship	5
Section 4. Types of Membership.	5
(a) Provisional	5
(b) Collegiate	6
(c) Alumni	6
(d) Associate	7
(e) Life	7
Section 5. Membership Status.	10
(a) Classification of Membership by Participation	10
(b) Classification of Membership by Standing	11
Section 6. Rights of Members.	12
(a) Rights of Active Members	12
(b) Political and Corporate Rights Reserved to MIGS	12
Section 7. Duties and Responsibilities of Members.	13

(a) Fundamental Duties of All Members	13
(b) Additional Responsibilities of Active Members	13
Section 8. Termination of Membership.	13
(a) Resignation	13
(b) Renunciation	13
(c) Gross Misconduct or Serious Violation	14
(d) Acts Involving Moral Turpitude or Grave Offenses	14
(e) Abetment or Incitement	14
(f) Conviction by Final Judgment	14
(g) Acts Inimical to the Organization	15
(h) Analogous Acts	15
Section 9. Suspension of Membership.	15
(a) Failure to Participate	15
(b) Non-Payment of Financial Obligations	15
(c) Negligent Commission of Offenses	15
Section 10. Schedule of Penalties.	15
Section 11. Effects of Suspension and Termination.	16
(a) Suspended Members	16
(b) Unauthorized Exercise of Membership Rights During Suspension	16
(c) Terminated Members	16
(d) Unauthorized Representation or Use of Terminated Members	17
Section 12. Preventive Suspension.	17
Section 13. Procedure for Termination and/or Suspension of Membership.	18
Section 14. Motion for Reconsideration and Appeals.	18
Section 15. Reinstatement of Membership.	19
(a) Reinstatement After Suspension	19
(b) Reinstatement After Termination or Expulsion	19
ARTICLE III	
BASIC ORGANIZATIONAL UNIT	20
Section 1. Basic Organizational Units (BOUs).	20
Section 2. Collegiate Chapters.	20
(a) Establishment of Chapters	20
(b) Exclusivity of Charter Within the Same Campus	20
(c) Authority to Organize and Establish New Chapters	20
Section 3. Officers of Collegiate Chapters.	21
Section 4. Alumni Associations.	21
(a) One Chapter - One Alumni Association	21
(b) One Community, Institution, or Profession - One Alumni Association	22
Section 5. Charter.	22
(a) Nature and Effect of a Charter	22
(b) Issuance and Signatories	22
(c) Presentation and Installation	23
Section 6. Recognition and Chartering of Petitioning Groups.	23
(a) Coverage and Implementing Rules	23
(b) Petitioning Alumni Associations	23
(c) Petitioning Collegiate Chapters	24

Section 7. Duties and Obligations of BOUs.	26
(a) Adoption of Internal Bylaws and Rules	26
(b) Training Policies; Prohibition Against Hazing	26
(c) Fees, Dues, and Assessments	26
(d) Annual Compliance Submissions	26
(e) Quarterly Development Report	27
(f) Non-Submission and Compliance Enforcement	28
(g) Compliance with Governing Authorities	28
Section 8. Status of BOUs.	29
Section 9. Suspension and Revocation of Charters.	29
(a) Authority to Revoke or Suspend	29
(b) Ground for Revocation or Suspension of Charters	29
(c) Preventive Suspension by the Board of Trustees	30
(d) Appeals and Reinstatement	31
(e) Effect of Suspension or Revocation	31
Section 10. Dissolution, Inactivity, and Revival of BOUs.	31
ARTICLE IV	
GENERAL ASSEMBLY	32
Section 1. Nature.	32
Section 2. Annual General Assembly.	32
Section 3. Special General Assemblies.	33
Section 4. Composition of the General Assembly.	33
(a) General Composition	33
(b) Determination of MIGS	33
(c) Life Members	33
(d) Council of Elders	33
(e) Registration Requirement	34
(f) Voting Rights	34
(g) Personal Exercise of Voting Rights	34
Section 5. Notices.	34
Section 6. Order of Business.	34
Section 7. Quorum.	35
Section 8. Powers of the General Assembly.	36
Section 9. Significant Corporate Acts.	37
Section 10. Minutes.	37
Section 11. General Assembly Secretariat.	38
ARTICLE V	
BOARD OF TRUSTEES	39
Section 1. Nature and Authority of the Board of Trustees.	39
Section 2. Composition and Election.	39
(a) Composition	39
(b) Term of Office	39
(c) Filing of Certificates of Candidacy	39
(d) Election	40
(e) Proclamation	40
Section 3. General Qualifications of Trustees.	40

(a) Eligibility	40
(b) Prohibition on Multiple Offices	41
Section 4. Oath.	41
Section 5. Organizational Meeting and Compliance with Law.	41
Section 6. Powers and Duties.	41
Section 7. Chairperson of the Board.	43
Section 8. Vice-Chairperson of the Board.	43
Section 9. Corporate Secretary.	44
Section 10. Quorum of the Board of Trustees.	45
Section 11. Meetings of the Board of Trustees.	45
(a) Organizational Meeting	45
(b) Regular Meetings	45
(c) Special Meetings	45
(d) Notice	46
(e) Mode of Attendance	46
(f) Attendance and Accountability	46
Section 12. Vacancies in the Board of Trustees.	46
(a) Occurrence of Vacancy	46
(b) Filling of Vacancy	46
(c) Emergency Authority	47
(d) Determination of Quorum in Case of Vacancy	47
ARTICLE VI	
NATIONAL EXECUTIVE COUNCIL	48
Section 1. Nature and Authority of the National Executive Council.	48
Section 2. Composition.	48
(a) Elective and Voting Members	48
(b) Appointive Members	48
(c) Ex-Officio Members	49
Section 3. General Qualification of Officers.	49
(a) Eligibility	49
(b) Prohibition on Multiple Offices	49
Section 4. Election of Officers.	49
(a) Mode of Election	49
(b) Term of Office	50
(c) Filing of Certificates of Candidacy	50
(d) Proclamation	50
Section 5. Oath.	51
Section 6. Meetings and Quorum.	51
(a) Regular Meetings	51
(b) Special Meetings	51
(c) Notice of Regular and Special Meetings	51
(d) Venue and Mode	51
(e) Quorum	51
Section 7. Duties and Responsibilities of Elective Officers.	52
(a) National President	52
(b) National Executive Vice-President	53

(c) National Vice-President for Alumni Affairs	53
(d) National Vice-President for Fraternity Affairs	54
(e) National Vice-President for Sorority Affairs	55
(f) Regional Director for Alumni	55
(g) Regional Director for Collegiate	56
Section 8. Rules of Succession for National Executive Council Officers.	57
(a) Resignation	57
(b) Vacancies	57
(c) Rules of Succession	57
(d) Succession to the Office of the Regional Director	58
(e) Emergency Authority	58
(f) Determination of Quorum in Case of Vacancy	58
Section 9. Appointive Officers.	58
(a) Appointment and Term of Office	58
(b) Creation of Other Offices	59
Section 10. National Treasurer.	59
(a) Qualifications	59
(b) Duties and Responsibilities	60
Section 11. National Legal Counsel.	61
(a) Qualifications	61
(b) Duties and Responsibilities	61
Section 12. National Executive Director.	62
(a) Qualifications	62
(b) Duties and Responsibilities	63
Section 13. National Executive Council Secretary.	63
(a) Qualifications	64
(b) Duties and Responsibilities	64
Section 14. Accountability of Officers.	65
(a) Removal of Elective Officers for Cause	65
(b) Removal of Appointive Officers	65
ARTICLE VII	
ADMINISTRATIVE REGIONS	67
Section 1. Nature.	67
Section 2. Powers and Functions of the Administrative Region.	67
Section 3. Regional Directorate.	68
(a) Executive Authority	68
(b) Eligibility and Qualifications	68
(c) Election	69
(d) Certificate of Candidacy	69
(e) Oath and Term of Office	69
(f) Vacancy and Rules of Succession	70
Section 4. Regional Conference.	70
(a) Policy Authority	70
(b) Registration Requirement	70
(c) Voting Rights	70
(d) Personal Exercise of Voting Rights	70

(e) Meetings	70
(f) Notice	71
(g) Powers of the Regional Conference	71
Section 5. Sections.	71
(a) Nature	71
(b) Creation and Modification	71
(c) Section Leadership	72
Section 6. Foreign-Based Administrative Regions.	72
(a) Structure	72
(b) Powers and Functions	72
(c) Governance and Compliance	73
(d) Limitations	73
(e) Reports and Accountability	73
ARTICLE VIII	
INDEPENDENT COMMISSIONS	74
Section 1. Common Provisions.	74
(a) Nature and Independence	74
(b) Creation	74
(c) Composition and Term of Office	74
(d) General Qualifications	75
(e) Rule-Making Authority	75
(f) Fiscal Autonomy	75
(g) Incidental Authority	76
Section 2. National Grievance and Adjudicatory Authority.	76
(a) Nature	76
(b) Additional Qualifications	76
(c) Jurisdiction	76
(d) Powers and Duties	77
(e) Decisions	77
(f) Motion for Reconsideration, Appeal and Finality	78
(g) Regional Grievance and Adjudicatory Council	78
Section 3. Commission on Membership.	79
(a) Nature	79
(b) Additional Qualifications	79
(c) Jurisdiction	80
(d) Powers and Duties	80
(e) Decisions / Resolutions	81
(f) Motion for Reconsideration, Appeal and Finality	81
(g) Regional COME	81
Section 4. Commission on Elections.	82
(a) Nature	82
(b) Additional Qualification of Members	82
(c) Powers and Duties	83
(d) Decisions and Motion for Reconsideration	83
(e) Regional COMELEC	84
Section 5. Commission on Audit.	84

(a) Nature	84
(b) Additional Qualification of Members	85
(c) Powers and Duties	85
(d) Decision and Audit Actions; Motion for Reconsideration	86
(e) Finality and Appeal	86
ARTICLE IX	
STANDING COMMITTEES	87
Section 1. Nature and Functions of Standing Committees.	87
Section 2. Creation and Authority.	87
Section 3. General Qualifications.	88
Section 4. Rule-Making Authority.	88
Section 5. Composition and Term of Office.	88
Section 6. Committee on Finance / Ways and Means.	88
(a) Nature	88
(b) Additional Qualifications	89
(c) Powers and Duties	89
Section 7. APO National Committee on Scouting.	89
(a) Nature	89
(b) Additional Qualifications	90
(c) Powers and Duties	90
Section 8. Committee on International Relations.	91
(a) Nature	91
(b) Additional Qualifications	91
(c) Powers and Duties	91
Section 9. Committee on National Service for Health.	91
(a) Nature	91
(b) Additional Qualifications	92
(c) Powers and Duties	92
Section 10. Committee on Environment.	93
(a) Nature	93
(b) Additional Qualifications	93
(c) Powers and Duties	93
Section 11. APO Academy.	94
(a) Nature	94
(b) Additional Qualifications	94
(c) Powers and Duties	94
Section 12. Committee on Awards.	95
(a) Nature	95
(b) Additional Qualifications	96
(c) Powers and Duties	96
Section 13. Committee on Disaster Risk Reduction and Management.	97
(a) Nature	97
(b) Additional Qualifications	97
(c) Powers and Duties	97
Section 14. Committee on Public Relations and Communications.	98
(a) Nature	98

(b) Additional Qualifications	99
(c) Powers and Duties	99
ARTICLE X	
COUNCIL OF ELDERS	101
Section 1. Nature.	101
Section 2. Composition.	101
Section 3. Officers.	101
Section 4. Powers and Functions.	101
Section 5. Exemption from Organization Fees.	102
ARTICLE XI	
GENERAL AND TRANSITORY PROVISIONS	103
Section 1. Funds.	103
Section 2. Fees and Dues.	103
Section 3. Banks, Depositories and Disbursements.	103
Section 4. Contracts and Obligations.	103
Section 5. Fiscal Year.	103
Section 6. Audit and Financial Reporting.	104
Section 7. Official Publication.	104
Section 8. Data Protection.	104
Section 9. Electronic Communications and Participation.	105
Section 10. Conflict of Interest.	105
Section 11. Dissolution.	105
Section 12. Repealing Clause.	105
Section 13. Amendments.	106
Section 14. Compliance with Law.	106
Section 15. Separability Clause.	106
Section 16. Effectivity.	106

1 **ALPHA PHI OMEGA PHILIPPINES, INCORPORATED**
2 **BYLAWS**

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4
5 **PREAMBLE**

6
7 *We, the members of ALPHA PHI OMEGA PHILIPPINES, INCORPORATED,*

8
9 *Imploring the aid of the Almighty God,*

10
11 *Mindful of our duty to our Nation, to our communities, and to one another;*

12
13 *Guided by the enduring principles of Leadership, Friendship, and Service;*

14
15 *Rooted in the ideals of the Scout Oath and Law, from which our Fraternity and*
16 *Sorority draw inspiration and moral direction;*

17
18 *Recognizing that character, integrity, and selfless service are essential to*
19 *nation-building and the upliftment of humanity;*

20
21 *Committed to strengthening brotherhood and sisterhood through volunteerism,*
22 *civic engagement, and mutual respect;*

23
24 *Dedicated to upholding consultative and participatory governance founded on*
25 *accountability, transparency, and due process;*

26
27 *Do hereby establish and ordain these Bylaws to govern our Organization and to faithfully*
28 *advance its mission and shared ideals.*

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31 **ARTICLE I**
32 **FOUNDATIONAL DECLARATIONS**
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35 **Section 1. Name.**

36 The corporate name of this Organization shall be "Alpha Phi Omega Philippines,
37 Incorporated." The Organization may likewise be referred to by the acronym "APO," which
38 shall be deemed its official and recognized abbreviation for all lawful intents and
39 purposes.

40

41 **Section 2. Nature and Purpose.**

42 APO is a voluntary, non-political, non-sectarian, non-stock and non-profit service fraternity
43 and sorority. It is organized to unite its members in fellowship founded upon the principles
44 of Leadership, Friendship, and Service, and inspired by the ideals of the Scout Oath and
45 Law. It exists to cultivate principled leadership, strengthen bonds of brotherhood and
46 sisterhood, and mobilize its members in meaningful service to humanity. It further seeks
47 to uphold and advance the freedom and civic responsibility that form part of the Nation's
48 educational and intellectual heritage, consistent with the values derived from the
49 Scouting Movement.

50 Section 3. Vision and Mission.

51 (a) Vision

52 We create inclusive communities for a more peaceful world in which to make a life,
53 by developing leaders, uniting members through friendship and rendering service
54 to all.

55 (b) Mission

56 To prepare campus and community leaders through service.
57

58 Section 4. Declaration of Principles.

59 The principles of APO, inspired by its Tenets and the ideals of the Scout Oath and Law, are
60 founded upon the following convictions:

- 61 1. Reverence to the Almighty God and recognition of moral accountability;
- 62 2. The inherent dignity and equality of all persons, upheld in a spirit of mutual respect
63 and fraternal solidarity;
- 64 3. The exercise of responsible freedom guided by integrity, discipline, and respect for
65 the rights of others;
- 66 4. Adherence to democratic governance, the rule of law, and due process within the
67 Organization and in civic life;
- 68 5. The continuous development of character, competence, and ethical leadership;
- 69 6. The cultivation of genuine and enduring friendship among members as a
70 foundation for unity, trust, and collective endeavor; and
- 71 7. Commitment to selfless and sustained service for the advancement of the
72 common good.

73 Section 5. Domicile.

74
75 The principal office of the Organization, to be known as the National Administrative Office,
76 shall be located within the National Capital Administrative Region, Philippines, or in such
77 other place within the Philippines as may be determined by resolution of the Board of
78 Trustees, in accordance with applicable laws and regulations.
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80 Section 6. Official Logos and Insignia.

81 The Organization shall have the following official insignia and registered trademarks
82 embodying the ideals of Alpha Phi Omega:

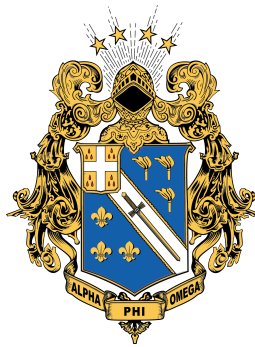
- 83 1. APO Torch (Primary External Logo);
- 84 2. Coat of Arms; and
- 85 3. Badge or Seal.

86 These official logos and insignia shall be used in the Organization's official acts,
87 instruments, publications, and documents in accordance with the Visual Identity
88 Standards and such guidelines as may be prescribed by the Organization.

89 The APO Torch, Coat of Arms, and Badge or Seal shall be those duly adopted and
90 historically recognized by the membership and officially registered with the Intellectual
91 Property Office of the Philippines.

92 The official designs thereof, as reproduced immediately below, are deemed incorporated
93 into and made an integral part of these Bylaws.

94 Any alteration, modification, distortion, unauthorized reproduction, commercial
95 exploitation, or improper use of the APO Torch, Coat of Arms, or Badge or Seal shall be
96 governed by rules promulgated by the Organization and by applicable intellectual
97 property and other laws.



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ARTICLE II MEMBERSHIP

102 Section 1. Institutional Membership.

103 The Institutional Members of the Organization shall consist of duly constituted chapters
104 established in higher education institutions recognized by the Government of the
105 Republic of the Philippines, and of alumni associations duly organized and accredited in
106 accordance with these Bylaws and policies prescribed by the Board of Trustees.

107 Institutional Membership shall serve as the basis for organizational affiliation, recognition,
108 accreditation, administration, and the maintenance of the corporate structure of the
109 Organization. The exercise of voting rights, electoral rights, and other governance rights
110 shall be vested in duly registered Members in Good Standing (MIGS) in accordance with
111 these Bylaws.

112

113 Section 2. Qualifications of Individual Members.

114 Membership in Alpha Phi Omega Philippines shall be governed by the duly approved
115 pledge program and shall be open to all bona fide enrolled students of any higher
116 education institution where a recognized chapter exists or where a petitioning school is
117 duly authorized.

118 Applicants must possess good moral character, be of sound physical and mental fitness to
119 participate in the lawful activities of the Organization, and must subscribe to and uphold
120 the ideals, principles, and objectives of Alpha Phi Omega. Admission to membership shall
121 be made without discrimination on the basis of gender, race, color, creed, or similar status,
122 subject always to compliance with the qualifications prescribed herein. No applicant
123 above forty (40) years of age shall be admitted as a regular pledge applicant.

124 Applicants who are above forty (40) years of age, and who are duly enrolled in any higher
125 education institution for at least one (1) academic semester, or its equivalent academic
126 period, may apply for Associate Membership, subject to such additional qualifications,
127 rules, and procedures as may be prescribed by the Commission on Membership (COME)
128 and other applicable regulations of the Organization.

129 For purposes of these Bylaws, a higher education institution refers to any educational
130 institution, whether public or private, duly authorized by the Commission on Higher
131 Education (CHED) to offer degree-granting programs at the tertiary level, including
132 universities, colleges, and specialized institutions, and which operates in accordance with
133 applicable laws, rules, and regulations governing higher education in the Philippines.

134

135 Section 3. Pledge and Pledgeship.

136 (a) Pledge

137 A Pledge is an applicant who has been formally admitted into the approved
138 pledgeship program and is undergoing the prescribed period of orientation,
139 education, and training in the ideals, principles, purposes, and policies of the

140 Organization, culminating in confirmation in accordance with its duly authorized
141 rites and procedures.

142 Pledge status may be conferred only upon bona fide enrolled students of a
143 recognized higher education institution where a duly chartered or petitioning
144 group exists.

145 **(b) Pledgeship**

146 Pledgeship is the structured and supervised process by which an applicant for
147 membership undergoes orientation, education, and training in the ideals,
148 principles, purposes, and policies of the Organization, culminating in confirmation
149 in accordance with its duly authorized rites and procedures.

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151 No applicant shall be eligible for admission to membership unless such applicant
152 has been duly registered as a pledge in the official records of the COME, has
153 complied with all prescribed requirements, and has paid the reasonable dues and
154 assessments incident thereto.

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156 An applicant for pledgeship must possess and continue to satisfy the qualifications
157 prescribed for Individual Membership under these Bylaws.

158
159 All pledgeship activities, programs, requirements, and related undertakings shall
160 be conducted strictly in accordance with the applicable laws of the Republic of the
161 Philippines, the duly approved pledge program, these Bylaws, and such internal
162 rules and safeguards as may be promulgated by the Organization.
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164 **Section 4. Types of Membership.**

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166 Membership in the Organization shall consist of the following classifications:

167 **(a) Provisional**

168 A Provisional Member is an individual affiliated with a duly recognized Petitioning
169 Group organized for the purpose of establishing a collegiate chapter, regardless of
170 whether such individual is currently enrolled, a graduate, or otherwise qualified for
171 another classification of membership.

172 Provisional Membership shall be conferred upon individuals who have complied
173 with the prescribed membership requirements and have been duly registered in
174 the records of the appropriate organizational authority during the pendency of the
175 petition for charter.

176 Provisional Membership shall remain temporary and shall automatically cease
177 upon:

- 178 1. Approval and issuance of a charter to the petitioning group, in which case
179 qualified provisional members shall be classified in accordance with their
180 eligibility as Collegiate or Alumni Members; or
- 181 2. Denial of the petition for charter, in which case provisional membership shall
182 terminate and no automatic right of absorption into another chapter shall
183 arise.

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Absorption into another duly chartered chapter shall be allowed only where the higher education institution in which the petitioning group was organized has been permanently closed or has ceased operations, as officially certified by the appropriate government authority, subject to the policies and requirements prescribed by the Board of Trustees. In such exceptional case, a duly chartered organizing chapter may extend membership in the appropriate classification, provided that the provisional member has not committed any act in violation of these Bylaws or other duly adopted rules.

The inability of a petitioning group to recruit members, operate effectively, or secure recognition shall not, by itself, constitute a ground for absorption into another chapter.

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Provisional Members shall not exercise national voting rights. Provisional Members shall likewise be ineligible to hold or assume any elective or appointive office at the regional or national level during the period of their provisional status.

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(b) Collegiate

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A Collegiate Member, also referred to as a Resident or Active, is one who has satisfactorily completed pledgship and all prescribed requirements and is currently enrolled in a recognized higher education institution where a duly chartered collegiate chapter exists.

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A collegiate member who transfers to another higher education institution with an existing collegiate chapter may affiliate with such chapter upon written endorsement of the chapter of origin and written acceptance by the receiving chapter. In the absence of a functioning officer of the chapter of origin, endorsement by the corresponding alumni association shall suffice.

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A collegiate member who ceases enrollment without graduation who formally applies for and is issued an Alumni identification card, or who is otherwise reclassified as an Alumni Member, shall be deemed to have relinquished collegiate status. Once relinquished, collegiate status shall not be restored by subsequent re-enrollment in any higher education institution, including enrollment in post-graduate or post-baccalaureate programs.

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(c) Alumni

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An Alumni Member is a former collegiate member who has completed a degree. Any member who has otherwise ceased enrollment in the institution where such member was admitted, provided that a period equivalent to twice the prescribed duration of the original degree program has already elapsed from the time of such member's admission, shall likewise be deemed an Alumni Member.

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Upon attaining Alumni status, such status shall be permanent, and no member shall revert from Alumni status to Collegiate status for any reason, including re-enrollment in any undergraduate or graduate program.

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Alumni of collegiate chapters shall become members of the corresponding chapter-based alumni association upon compliance with its duly adopted requirements. Alumni members may likewise be eligible for membership in duly recognized community-based, professional, and institutional alumni associations, subject to the qualifications prescribed by the organizational unit concerned.

233 **(d) Associate**

234 An Associate Member is a natural person who does not qualify for Collegiate
235 Membership or Alumni Membership, but who affirms adherence to the cardinal
236 principles of Leadership, Friendship, and Service, and who is duly granted such
237 status in accordance with these Bylaws.

238 Associate Membership may be conferred by the Board of Trustees, upon
239 compliance with the qualifications, rules, and procedures prescribed by the COME
240 and applicable implementing rules, including satisfactory completion of the
241 prescribed orientation where required.

242 Associate Membership may be granted to any of the following:

- 243 1. A person who is above forty (40) years of age and duly enrolled in a higher
244 education institution for at least one (1) academic semester, or its
245 equivalent academic period;
- 246 2. The spouse of a regular Member in Good Standing (MIGS), who has likewise
247 participated in or supported the activities of any organizational unit; or
- 248 3. A child of parents who are both active members in good standing, who has
249 likewise participated in or supported the activities of any Basic
250 Organizational Unit (BOU).

251 Associate Membership is a privilege granted by the Organization and shall not
252 create a vested right. It may be suspended, withdrawn, or revoked for cause,
253 including conduct inconsistent with the ideals of the Organization, violation of
254 these Bylaws, or acts prejudicial to the interests of the Organization, subject to due
255 process.

256 Associate Members shall not possess the voting rights of Collegiate or Alumni
257 Members, and shall be ineligible for elective or appointive office at the BOU,
258 regional, or national levels.

259 No person who has failed to complete pledgeship without justifiable cause, or who
260 has been previously expelled from the Organization, shall be eligible for Associate
261 Membership.

262 **(e) Life**

263 A Life Member is a MIGS upon whom Life Membership has been conferred by the
264 General Assembly, upon recommendation of the Board of Trustees, in recognition
265 of sustained, exemplary, and meritorious adherence to the ideals and principles of
266 the Organization.

267 Life Membership is a privilege granted by the Organization. It may, however, be
268 withdrawn for grave violation of these Bylaws, conduct inimical to the interests of
269 the Organization, loss of good standing, conviction of a criminal offense involving
270 moral turpitude, or other just cause, after due notice and in accordance with
271 established administrative disciplinary procedures.

272 Life Membership shall not extinguish any existing membership classification and
273 may be held concurrently with Alumni status, where applicable.

274 Life Membership may be conferred under the following distinctions:

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1. Frank Reed Horton (FRH) Advocate

The FRH Advocate is a form of Life Membership which may be conferred upon an active member who, in the collective judgment of the General Assembly and upon recommendation of the Board of Trustees and in accordance with duly approved criteria, has demonstrably exemplified the cardinal principles of the Organization.

To qualify for conferment as a FRH Advocate, the applicant must meet all of the following:

1. Must be a holder of an APO Philippines National ID Number, and currently and for the past two (2) consecutive Development Years must have been an active MIGS;
2. Must have no formal pending administrative case with APO Philippines;
3. Must not have been convicted by final judgment of a criminal offense involving moral turpitude;
4. Must have fulfilled at least one (1) of the following accomplishments, as supported by competent proof:
 - a. Organized a Collegiate Chapter that has been chartered and has been sustained as an active Collegiate Chapter in good standing for two (2) Development Years, with major service projects per year, and with the Collegiate Chapter not having been involved in any violation of existing fraternity rules and Bylaws for the same period; Charter Members, by reason of status alone, shall not automatically qualify for Life Membership and must comply with the current guidelines and requirements applicable to the specific distinction sought;
 - b. Reactivation of an inactive recognized Collegiate Chapter, where the reactivated Collegiate Chapter has been sustained as active in good standing for two (2) continuous Development Years, with major service projects per year, and with the Collegiate Chapter not having been involved in any violation of existing fraternity rules and Bylaws for the same period;
 - c. Been elected or appointed and completely served in key positions of responsibility from the National Executive Council in full development period, and contributed immensely with extraordinary accomplishment for the betterment of Alpha Phi Omega Philippines; Performance Review and Operational Audit are required;
 - d. Endorsed by the Immediate Former National President, including individuals holding elective positions, namely: Chairperson of the Board of Trustees, Vice-Chairperson of the Board of Trustees, Trustees representing the Alumni Associations, Fraternity Chapters, Sorority Chapters, Trustees-at-Large, National Executive Vice President, Vice Presidents for Alumni, Fraternity and Sorority Chapters, and Regional Directors for Alumni and Collegiate, as well as those holding appointive positions, namely: National Executive Director, Corporate Secretary, Assistant Corporate Secretary, National Executive Council Secretary, Assistant National Executive Council Secretary, National Treasurer, National Legal

327 Counsel, Chairpersons and Members of Independent
328 Commissions, and Chairpersons and Members of Standing
329 Committees; provided that a Performance Review and
330 Operational Audit shall first be conducted and duly satisfied in
331 accordance with applicable policies and procedures; or

332 e. In addition to the general FRH Advocate Track provided under
333 these Bylaws, FRH Advocate Life Membership may likewise be
334 granted under the Haligi ng Katapatan Program to qualified
335 active senior citizen members who satisfy all of the following
336 requirements:

337 i. Has been a member of Alpha Phi Omega for at least fifty
338 (50) years, reckoned from the date of collegiate residency;

339 ii. Has maintained the status of Member in Good Standing
340 (MIGS) for at least three (3) consecutive Development
341 Years immediately preceding the application;

342 iii. Has obtained an endorsement from the President of a
343 duly recognized community-based or chapter-based
344 alumni association certifying the applicant's active
345 participation and continued involvement in the affairs of
346 the Organization;

347 iv. Has obtained an endorsement from the Chairperson of
348 the Committee on Senior Affairs; and

349 v. Has complied with such other requirements, procedures,
350 and documentary submissions as may be prescribed by
351 the Board of Trustees or the appropriate body.

352 2. Librado Inocencio Ureta (LIU) Fellow

353 The LIU Fellow is a distinction of Life Membership which may be conferred
354 upon any member who complies with the qualifications and requirements
355 prescribed for LIU Fellow.
356

357 To qualify for conferment as LIU Fellow, the applicant must meet all of the
358 following:
359

360 1. Must have been a member of Alpha Phi Omega Philippines
361 for a continuous minimum period of twenty-five (25) years;

362 2. Must be a holder of an APO Philippines National ID Number
363 and currently an active MIGS for the past three (3)
364 Development Years;

365 3. Must have no formal pending administrative case with APO
366 Philippines;

367 4. Must not have been convicted by final judgment of a
368 criminal offense involving moral turpitude; and

369 5. Must comply with the LIU membership-fulfilment and
370 contribution requirements under the applicable guidelines,
371 including the required payment/fulfilment components and
372 applicable application fees as may be set or adjusted by the
373 Board of Trustees.

374 Members already awarded Life Membership prior to these Bylaws shall continue to
375 enjoy the benefits accorded to their recognition at the time it was awarded. No
376 reclassification is permitted under the rules referenced in the guidelines. Should an
377 existing Life Member wish to be recognized under the FRH Advocate distinction,
378 the member must qualify in accordance with the current guidelines without using
379 the prior accomplishments that earned the previous Life Membership recognition.
380

381 **Section 5. Membership Status.**

382 **(a) Classification of Membership by Participation**

383 (1) Active Member

384
385 An Active Member is a member who has satisfactorily completed the
386 approved pledgship program of Alpha Phi Omega Philippines and has
387 been issued a corresponding National Identification Number in accordance
388 with duly adopted procedures, and who maintains current affiliation and
389 participation within the Organization.

390
391 A member shall be classified as Active upon:

- 392 1. Maintaining current registration and affiliation with a duly
393 recognized collegiate chapter or alumni association in accordance
394 with these Bylaws;
- 395 2. Complying with administrative requirements, including updating
396 membership records as prescribed;
- 397 3. Participating in organizational activities within the period defined
398 under implementing policies; and
- 399 4. Not being suspended, expelled, or otherwise terminated under
400 these Bylaws.

401
402 Active Membership refers solely to participation and affiliation status and
403 shall be distinct from classification as a MIGS. Active status alone does not
404 confer voting rights or other privileges reserved to MIGS.

405 (2) Inactive Member

406
407 An Inactive Member is a member who, while not suspended, expelled, or
408 terminated, has ceased to maintain the participation or affiliation
409 requirements necessary for Active classification.

410
411 A member may be classified as Inactive upon:

- 412 1. Failure to maintain current registration or affiliation with a
413 recognized organizational unit;
- 414 2. Failure to comply with prescribed administrative requirements;
- 415 3. Voluntary non-participation in organizational activities for a period
416 defined under implementing policies; or
- 417 4. Such other grounds as may be determined by duly promulgated
418 rules consistent with these Bylaws.
419

420 Inactive Membership constitutes a lapse in participation status and shall
421 not, by itself, constitute disciplinary delinquency.

422 An Inactive Member shall not exercise voting rights, hold office, or enjoy
423 privileges reserved to Active Members or MIGS unless reinstated to Active
424 status.

425 Reactivation shall require compliance with administrative and financial
426 requirements as prescribed.

427 **(b) Classification of Membership by Standing**

428 (1) Member in Good Standing (MIGS)
429

430 A MIGS refers to a member of any membership category who possesses the
431 qualifications prescribed under these Bylaws. For alumni members, a MIGS
432 is one who has paid the prescribed membership dues and assessments for
433 the current Development Year and the two (2) immediately preceding
434 Development Years, has actively participated in the activities of the
435 organizational unit of affiliation, and has not been suspended. For collegiate
436 members, a MIGS is one who has been issued the corresponding national
437 identification credentials and who has not thereafter been suspended or
438 had his or her membership terminated.
439

440 (2) Member Not in Good Standing (NON-MIGS)

441 A NON-MIGS is a member who fails to meet the requirements for
442 classification as a MIGS.

443 A NON-MIGS shall not exercise the rights and privileges attached to his or
444 her membership until compliance is verified by the appropriate
445 organizational authority.

446 Restoration to good standing shall occur upon full compliance with
447 outstanding obligations, subject to confirmation by the appropriate
448 authority.

449 Without prejudice to other disciplinary sanctions that may be imposed
450 under these Bylaws, a NON-MIGS shall:

- 451 1. Not be entitled to vote or be counted for quorum in any meeting or
452 assembly of the Organization;
- 453 2. Not be eligible to hold elective or appointive office;

- 454 3. Not be entitled to represent the Organization in any official capacity;
455 4. Not be eligible for appointment to committees or official bodies; and
456 5. Not be entitled to receive awards, recognitions, or benefits reserved
457 to MIGS.

458

459 **Section 6. Rights of Members.**

460 **(a) Rights of Active Members**

461 An Active Member shall enjoy rights pertaining to participation in the affairs of the
462 Organization, subject to compliance with these Bylaws and duly adopted policies.

463 Active Members shall have the following rights:

- 464 1. To attend and participate in meetings, deliberations, programs, and
465 activities of the organizational unit to which they are affiliated; and
466
467 2. To avail of the facilities, services, and resources of the Organization in
468 accordance with duly adopted policies.
469

470 **(b) Political and Corporate Rights Reserved to MIGS**

471 Only MIGS, as defined in Section 5 of these Bylaws, shall be entitled to exercise the
472 following rights:

- 473 1. To vote and be counted for quorum in assemblies of the Organization;
474
475 2. To access and examine the books and records of the Organization during
476 reasonable business hours, subject to applicable laws, confidentiality rules,
and data privacy regulations;
477
478 3. To nominate candidates for elective positions and to be eligible for election
479 to office, subject to qualification requirements; and
480
481 4. To be considered for appointment to committees, projects, and other
482 organizational functions of the Organization.

483 Active membership status alone shall not entitle a member to exercise the
484 foregoing rights without compliance with the requirements for good standing.

485 **Section 7. Duties and Responsibilities of Members.**

486 **(a) Fundamental Duties of All Members**

487 Every member of the Organization, whether Active or Inactive, shall:

- 488
- 489 1. Uphold and advance the ideals, purposes, and principles of the
490 Organization;
 - 491
 - 492 2. Comply with and observe the Articles of Incorporation, Bylaws, and all duly
493 adopted rules, regulations, policies, and lawful directives of the
494 Organization;
 - 495
 - 496 3. Promote and safeguard the name, reputation, intellectual property, and
497 institutional integrity of the Organization;
 - 498
 - 499 4. Adhere strictly to the Organization's standards of conduct; and
 - 500
 - 501 5. Cooperate in disciplinary, administrative, or investigative proceedings
502 conducted in accordance with these Bylaws.
 - 503

504 **(b) Additional Responsibilities of Active Members**

505 In addition to the foregoing, Active Members shall:

- 506
- 507 1. Pay membership dues, assessments, and other authorized financial
508 obligations in a timely manner;
 - 509
 - 510 2. Maintain current registration and affiliation with a recognized
511 organizational unit;
 - 512
 - 513 3. Participate responsibly in the programs, meetings, and activities of the
514 organizational unit of affiliation; and
 - 515
 - 516 4. Maintain eligibility requirements necessary to preserve Active classification.
 - 517

518 **Section 8. Termination of Membership.**

519

520 Membership in Alpha Phi Omega Philippines may be terminated upon any of the
521 following grounds:

522 **(a) Resignation**

523 Voluntary resignation by the member, evidenced by a written notice addressed to
524 the COME. Resignation may likewise be established through unequivocal acts or
525 communications clearly manifesting intent to withdraw from membership.

526 **(b) Renunciation**

527 Express renunciation of membership, demonstrated through any clear and
528 intentional act or declaration inconsistent with continued affiliation with the
529 Organization.

530 **(c) Gross Misconduct or Serious Violation**

531 Commission of gross misconduct, gross dishonesty, or serious violation of the
532 Bylaws, or other duly adopted rules and regulations of the Organization.

533 **(d) Acts Involving Moral Turpitude or Grave Offenses**

534 Commission of an act involving moral turpitude or any grave offense against the
535 Organization or any of its members, which renders the member unworthy of
536 continued membership.

537 For purposes of these Bylaws, moral turpitude shall mean conduct that is
538 inherently dishonest, immoral, corrupt, or gravely contrary to justice, honesty, good
539 morals, or accepted standards of decency, including acts involving fraud, deceit,
540 deliberate dishonesty, abuse of confidence, corruption, sexual misconduct, or
541 intentional wrongdoing demonstrating moral perversity.

542 Acts under this Section include, but are not limited to:

- 543 1. Fraud or dishonesty offenses, including estafa, theft, qualified theft,
544 falsification, forgery, perjury, bribery, graft, or similar acts involving deceit or
545 abuse of trust;
- 546 2. Sexual or abusive offenses, including rape, acts of lasciviousness, sexual
547 abuse, trafficking, sexual harassment, gender-based harassment, or similar
548 offenses under applicable laws;
- 549 3. Serious violent offenses, including homicide, murder, kidnapping, unlawful
550 detention, or serious physical injuries;
- 551 4. Violation of Republic Act No. 11053 (Anti-Hazing Act of 2018), including
552 participation in, authorization of, concealment of, or failure to report hazing
553 where punishable by law;
- 554 5. Discrimination, bullying, retaliation, or grave misconduct punishable under
555 law or organizational rules;
- 556 6. Misappropriation of organizational funds, assets, or authority, or fraudulent
557 acts committed in the name of the Organization; and
- 558 7. Any other criminal or wrongful act which materially impairs the integrity,
559 discipline, or reputation of the Organization.

560 Whether an act involves moral turpitude or constitutes a grave offense shall be
561 determined based on the nature of the act, surrounding circumstances, applicable
562 law, and its effect on the Organization, and not solely by the title of the offense.

563 **(e) Abetment or Incitement**

564 Abetting, encouraging, aiding, or inciting another member or third party to
565 commit a grave offense against the Organization or any of its members.

566 **(f) Conviction by Final Judgment**

567 Conviction by final judgment of a competent court for any of the offenses referred
568 to in paragraph (d), when committed against a non-member or any person outside

569 the Organization, or when the act does not arise solely from internal organizational
570 matters.

571 **(g) Acts Inimical to the Organization**

572 Engaging in conduct that is manifestly inimical to the interests, reputation, or
573 institutional integrity of the Organization, or that is clearly contrary to its ideals,
574 purposes, and principles.

575 **(h) Analogous Acts**

576 Commission of acts or omissions analogous in gravity and character to the
577 foregoing grounds.
578

579 **Section 9. Suspension of Membership.**

580
581 Membership may be suspended, after due notice and hearing, upon any of the following
582 grounds:

583 **(a) Failure to Participate**

584 Failure to reasonably participate in the affairs and activities of the Organization or
585 the member's organizational unit of affiliation for a continuous period of two (2)
586 consecutive Development Years, without justifiable cause.

587 **(b) Non-Payment of Financial Obligations**

588 Failure to pay membership dues, fees, or other duly authorized assessments for a
589 period of two (2) consecutive Development Years.

590 **(c) Negligent Commission of Offenses**

591 Commission of acts analogous to the grounds for termination set forth in the
592 preceding Section, where such acts were committed through negligence,
593 recklessness, or lack of intent to commit so grave an offense as to warrant
594 expulsion.

595
596 Suspension shall not exceed the period prescribed by duly adopted disciplinary
597 rules and shall not be imposed without observance of procedural due process in
598 accordance with these Bylaws.
599

600 **Section 10. Schedule of Penalties.**

601
602 The specific grounds, classifications, durations, and corresponding sanctions for
603 suspension, expulsion, termination, and other disciplinary measures shall be further
604 detailed in the duly adopted Approved Schedule of Penalties, as may be amended from
605 time to time by competent authority. The Approved Schedule of Penalties shall serve as an
606 implementing and supplementary instrument and shall not amend, modify, or supersede
607 any provision of these Bylaws. In the event of inconsistency, the provisions of these Bylaws
608 shall prevail. All disciplinary actions shall remain subject to due notice, hearing, and
609 observance of procedural fairness in accordance with these Bylaws.
610

611 Section 11. Effects of Suspension and Termination.

612 (a) Suspended Members

613 A member under suspension shall be deemed temporarily deprived of the rights
614 and privileges of membership for the duration of the period of suspension.

615
616 During the period of suspension, the member shall not:

- 617 1. Wear, display, or otherwise use the APO seal, Torch logo, Badge or Seal, Coat
618 of Arms, official apparel, or any other official insignia of the Organization;
- 619 2. Perform, participate in, or represent the Organization in any official gesture,
620 ceremony, ritual, or activity;
- 621 3. Attend, participate in, or be recognized in meetings, programs, projects,
622 activities, fellowships, or official functions of the Organization or any of its
623 duly recognized BOUs;
- 624 4. Exercise voting rights, hold office, serve on committees, or represent the
625 Organization in any capacity.

626 Suspension shall not extinguish membership status but shall operate as a
627 temporary forfeiture of rights and privileges for the period imposed.

628 (b) Unauthorized Exercise of Membership Rights During Suspension

629 Any suspended member who, during the period of suspension, willfully performs
630 any of the prohibited acts or attempts to exercise any of the rights and privileges
631 withheld under the immediately preceding subsection, shall be deemed to have
632 committed a serious violation of these Bylaws.

633 Such violation shall constitute an independent ground for the imposition of
634 additional disciplinary sanctions, including extension of suspension, imposition of
635 further penalties, or expulsion, as may be determined in accordance with the
636 disciplinary procedures prescribed under these Bylaws.

637 (c) Terminated Members

638 Termination shall result in the cessation of membership in the Organization.

639
640 A terminated member shall:

- 641 1. Be removed from the official membership records of the Organization;
- 642 2. Forfeit all rights, privileges, titles, recognitions, and distinctions previously
643 conferred by virtue of membership;
- 644 3. Be prohibited from reapplying for or reinstatement to any form of
645 membership unless otherwise expressly authorized under these Bylaws.

646
647
648 A terminated member shall not represent himself or herself as a member of the
649 Organization and shall cease all use of its name, insignia, symbols, and marks.

650

651 **(d) Unauthorized Representation or Use of Terminated Members**

652 Any member whose membership has been terminated and who thereafter:

- 653 1. Represents or holds himself or herself out as a member of the Organization;
- 654 2. Wears, displays, or otherwise uses the name, seal, insignia, symbols, marks,
655 official apparel, or any identifying emblems of the Organization;
- 656 3. Participates in or attempts to participate in meetings, programs, rituals,
657 activities, fellowships, or official functions of the Organization or any of its
658 duly recognized organizational units; or
- 659 4. Exercises or attempts to exercise any right or privilege pertaining to
660 membership,

661 shall be deemed to have committed unauthorized use and misrepresentation.

662 The Organization may take such lawful action as may be necessary to protect its
663 name, reputation, and intellectual property, including but not limited to:

- 664 1. Issuance of formal cease-and-desist demands;
- 665 2. Initiation of appropriate civil, criminal, or administrative proceedings under
666 applicable laws; and
- 667 3. Public clarification of such person's lack of membership status.

668 The foregoing remedies shall be without prejudice to any other rights or actions
669 available to the Organization under law.

670

671 **Section 12. Preventive Suspension.**

672 The Appropriate Disciplinary Authority, which shall refer to the COME or the National
673 Grievance and Adjudicatory Authority (NGAA), may, upon its own determination or upon
674 recommendation of the investigating body, place under preventive suspension any
675 member who is the subject of a formal investigation for an offense that may warrant
676 suspension or termination of membership.

677 Such preventive suspension may apply to any elected or appointed officer of the
678 Organization, including members of the Board of Trustees, national officers, regional
679 officers, sectional officers, members of independent commissions, members of standing
680 or special committees, and officers of any BOU.

681 Preventive suspension shall not constitute a penalty and shall be imposed for a definite
682 period not exceeding sixty (60) calendar days. The period of preventive suspension shall
683 terminate earlier upon resolution of the investigation. Any extension beyond sixty (60)
684 calendar days shall require a separate determination by the Appropriate Disciplinary
685 Authority upon a showing of compelling necessity.

686 Preventive suspension shall be subject to procedural safeguards consistent with these
687 Bylaws and shall not preclude the imposition of appropriate disciplinary action upon
688 completion of due process.

689

690 Section 13. Procedure for Termination and/or Suspension of Membership.

691

692 Proceedings for the suspension or termination of membership shall be conducted in
693 accordance with duly adopted rules and procedures designed to ensure fairness,
694 impartiality, and the protection of the member's right to due process.

695

696 Such rules and procedures may be promulgated or recommended by the COME or the
697 NGAA and shall be subject to review and approval by the Board of Trustees.

698

699 No suspension or termination shall be imposed without prior notice of the charges,
700 reasonable opportunity to be heard, and observance of the procedural safeguards
701 provided under these Bylaws and applicable laws.

702

703 Section 14. Motion for Reconsideration and Appeals.

704 In all organizational proceedings, only one (1) Motion for Reconsideration shall be allowed.
705 Such Motion must be filed within fifteen (15) calendar days from receipt of the
706 promulgated decision. Only one (1) Motion for Extension of Time to file a Motion for
707 Reconsideration may be allowed for meritorious grounds, provided that it is filed before
708 the expiration of the original reglementary period and that the extension granted shall not
709 exceed fifteen (15) calendar days.

710 If no Motion for Reconsideration is timely filed, the decision shall become final and
711 executory upon the lapse of the fifteen (15)-day calendar period. Where a Motion for
712 Reconsideration is filed, the resolution thereof shall become final and executory after
713 thirty (30) calendar days from receipt by the concerned party, unless a timely Appeal is
714 filed.

715 All disciplinary and adjudicatory proceedings under these Bylaws shall be summary in
716 nature, without prejudice to the observance of due process.

717 The timely filing of a Motion for Reconsideration shall hold the execution of the decision,
718 unless immediate executory effect is expressly provided under these Bylaws. Decisions of
719 the COME, COMELEC, or NGAA on the Motion for Reconsideration may be appealed to the
720 Board of Trustees within thirty (30) calendar days from receipt of the decision on the
721 Motion for Reconsideration.

722 Decisions of the Board of Trustees shall not be appealable, except to the General
723 Assembly, and only on the limited grounds of fraud, accident, mistake, or excusable
724 negligence. The timely filing of an Appeal shall likewise hold the execution of the decision,
725 unless otherwise expressly provided under these Bylaws.

726 Unless otherwise specifically provided in these Bylaws or where a different period is
727 expressly prescribed, all Motions for Reconsideration and Appeals shall be resolved within
728 a maximum period of sixty (60) calendar days from submission for resolution or from the
729 expiration of the period for the filing of the last required pleading, whichever is applicable.

730

731 **Section 15. Reinstatement of Membership.**

732 **(a) Reinstatement After Suspension**

733 Reinstatement of a suspended member shall not be automatic upon the mere
734 expiration of the period of suspension.

735 After the member has served the prescribed period of suspension, the suspended
736 member may file a Motion to Lift Suspension with the Board of Trustees, together
737 with proof of compliance with the terms and conditions of the penalty, if any. The
738 Board of Trustees may likewise, *motu proprio*, take cognizance of the expiration of
739 the suspension period and initiate appropriate action for reinstatement.

740 In either case, an official written Order Lifting Suspension must first be issued by
741 the Board of Trustees before the member may be reinstated and allowed to
742 resume the rights and privileges of membership.

743 Reinstatement likewise requires full compliance with all rules, regulations,
744 directives, or conditions forming the basis of the suspension, including completion
745 of corrective measures and payment of any reparations or damages, if applicable.
746 Until such order is issued and all conditions are satisfied, the member shall remain
747 suspended and not in good standing.

748 **(b) Reinstatement After Termination or Expulsion**

749 A member whose membership has been terminated or who has been expelled
750 may petition for reinstatement after a period of twenty (20) years from the date the
751 decision imposing such penalty became final and executory.

752 The petition shall be filed with the COME, which shall conduct a preliminary
753 evaluation and submit its recommendation to the Board of Trustees.

754 Reinstatement shall require:

- 755 1. Proof of genuine reformation and rehabilitation;
- 756 2. Full compliance with any conditions imposed in the decision of
757 expulsion;
- 758 3. Payment of any outstanding financial obligations, if applicable; and
- 759 4. The affirmative vote of two-thirds ($\frac{2}{3}$) of all the members of the Board of
760 Trustees.

761 Any reinstatement following termination or expulsion shall be subject to
762 ratification by the General Assembly at its next regular meeting.

763 Reinstatement shall not be a matter of right but shall be granted only upon a clear
764 showing that such reinstatement is consistent with the best interests of the
765 Organization.

766
767
768

ARTICLE III BASIC ORGANIZATIONAL UNIT

769 **Section 1. Basic Organizational Units (BOUs).**

770

771 The Basic Organizational Units (BOUs) of the Organization are the duly chartered
772 fraternity collegiate chapters, sorority collegiate chapters, and alumni associations.

773

774 Each BOU shall be a chartered institutional member of the Organization and shall serve
775 as the primary operational arm responsible for implementing and carrying out the
776 mission, programs, policies, and activities of the Organization at the grassroots level,
777 subject to these Bylaws and such rules and regulations as may be duly promulgated.

778

779 **Section 2. Collegiate Chapters.**

780 **(a) Establishment of Chapters**

781 Chapters of the Organization may be established in any duly accredited higher
782 education institution within the Republic of the Philippines, subject to compliance
783 with these Bylaws and such requirements as may be prescribed by the Board of
784 Trustees.

785 **(b) Exclusivity of Charter Within the Same Campus**

786 Upon the grant of a charter to a chapter within a higher education institution, no
787 additional charter shall be issued to any other college, department, or unit within
788 the same campus under the same management, or operated as part of the same
789 educational system, any subsequently chartered corresponding chapter shall
790 adopt and follow the official designation of the chapter first chartered therein.

791 Provided, however, that a separate chapter may be established in another campus
792 of the same higher education institution or educational system, notwithstanding
793 common management, or administrative control, subject to compliance with the
794 chartering requirements and applicable policies of the Organization.

795 **(c) Authority to Organize and Establish New Chapters**

796 Only duly chartered chapters in good standing, acting through its MIGS, shall have
797 the authority to organize the establishment of new chapters.

798 The term "organizer" shall be understood to refer to any member who takes the
799 initiative, whether physically, financially, administratively, or otherwise, to establish
800 a new chapter in accordance with the guidelines of the Organization's Pledge
801 Program.

802 Where a duly chartered fraternity or sorority chapter of the Organization already
803 exists within the same campus, under the same management, or operated as part
804 of the same educational system, such chapter shall possess primary and exclusive
805 authority to organize the establishment of the corresponding sorority or fraternity
806 chapter therein.

807 Upon the official recognition and chartering of such corresponding chapter, it shall
808 adopt and bear the same Greek-letter designation previously assigned to the first

809 recognized counterpart chapter, and the same founding organizers or petitioning
810 body of the original chapter shall be duly acknowledged and reflected in the
811 institutional history and records of both corresponding chapters, in accordance
812 with the historical naming conventions and policies of the Organization.

813 **Section 3. Officers of Collegiate Chapters.**

814

815 The elective officers of each collegiate chapter shall be the following:

816

817 (a) Grand Chancellor or Grand Lady Chancellor;

818 (b) Prime Chancellor or Prime Lady Chancellor;

819 (c) Auxiliary Chancellor or Auxiliary Lady Chancellor;

820 (d) Scribe;

821 (e) Treasurer;

822 (f) Prefect;

823 (g) Herald; and

824 (h) Historian.

825 Only bona fide collegiate members of the chapter shall be eligible to be elected to, or to
826 act in, any of the foregoing collegiate offices. Alumni members shall not be eligible to be
827 elected or appointed to, nor to perform the functions of, any collegiate chapter office, and
828 conversely, collegiate members shall not be eligible to be elected or appointed to, nor to
829 perform the functions of, any office reserved for alumni associations.

830 Provided, however, that in cases of the authorized revival of a collegiate chapter, the
831 nearest recognized collegiate chapter may designate interim officers from among its
832 qualified members, solely for the purpose of facilitating the revival process and
833 administering the chapter's affairs until a sufficient number of collegiate members has
834 been recruited. Upon such recruitment, collegiate officers shall be duly elected or
835 appointed in accordance with these Bylaws, and the interim officers so designated shall
836 automatically cease to exercise such functions. In the absence of a nearest recognized
837 collegiate chapter, such interim officers may be designated, as appropriate, from among
838 the incumbent Section Chair or Regional Director for Collegiate(RDC), or other duly
839 recognized collegiate regional officers having jurisdiction.

840 **Section 4. Alumni Associations.**

841

842 Alumni Associations may be established on the basis of chapter, professional, institutional,
843 or community affiliation, subject to the rules and regulations of the COME and
844 confirmation by the Board of Trustees.

845

846 **(a) One Chapter - One Alumni Association**

847 There shall be only one (1) recognized Alumni Association for each collegiate
848 chapter of the Organization. For purposes of this provision, a chapter-based
849 Alumni Association is defined solely by its affiliation with a specific collegiate
850 chapter.

851 Accordingly, even where both fraternity and sorority collegiate charters exist within
852 the same institution, such collegiate charters shall not give rise to separate Alumni
853 Associations under the same chapter affiliation. The existence of multiple
854 collegiate units within the same institutional chapter shall not justify or authorize
855 the recognition of more than one Alumni Association. Any attempt to establish
856 multiple Alumni Associations under a single collegiate chapter affiliation shall be
857 void for being contrary to these Bylaws.

858 **(b) One Community, Institution, or Profession - One Alumni Association**

859 Where an Alumni Association is organized on a community, institutional, or
860 professional basis, only one (1) recognized Alumni Association shall be allowed per
861 clearly defined community, institution, or professional classification, as approved by
862 the Board of Trustees. Once an Alumni Association has been duly recognized and
863 established within a particular community, institution, or professional classification,
864 such association shall be deemed domiciled therein and shall exclude the
865 recognition of any other Alumni Association within the same scope.

866 For purposes of this Section, “community” shall refer to a defined geographic or
867 territorial area, such as a city or municipality, or other officially recognized locality,
868 within which members reside, work, or are regularly based, as may be determined
869 by the COME and approved by the Board of Trustees.

870 No duplicate, parallel, overlapping, or competing Alumni Associations shall be
871 recognized within:

- 872 1. The same community or territorial jurisdiction;
- 873 2. The same institution; or
- 874 3. The same professional classification.

877 The Board of Trustees shall have final authority to determine the proper scope,
878 boundaries, and classification of such community, institutional, or professional
879 affiliation to prevent fragmentation, duplication, or circumvention of this limitation.

880

881 **Section 5. Charter.**

882 **(a) Nature and Effect of a Charter**

883 A Charter is the formal instrument issued upon approval by the Board of Trustees,
884 through the COME, officially recognizing a petitioning group as a duly chartered
885 collegiate chapter or alumni association of the Organization. Upon issuance, the
886 Charter confers upon the recognized organizational unit all rights, privileges, and
887 responsibilities accorded under these Bylaws, and its past, present, and future
888 members shall enjoy such rights and privileges in accordance with their respective
889 membership classification, category, and status.

890 **(b) Issuance and Signatories**

891 A Charter shall be issued upon authority of the Board of Trustees and shall bear the
892 signature of the National President and attested by the Corporate Secretary and
893 the National Executive Director.

894
895 Any Petitioning Group whose application for charter is denied may reapply;
896 provided, that no new application shall be accepted earlier than one (1) year from
897 the date of formal denial.

898 **(c) Presentation and Installation**

899 The Charter shall be formally presented during an installation ceremony organized
900 by the newly recognized chapter or association. Presentation shall be made by the
901 National President or his or her duly authorized representative, together with the
902 Regional Director for Alumni (RD) of the Administrative Region where the
903 organizational unit is based.

904
905 The installation ceremony shall signify the official commencement of the
906 organizational unit's operations as a duly chartered chapter or association of the
907 Organization.
908

909 **Section 6. Recognition and Chartering of Petitioning Groups.**

910 **(a) Coverage and Implementing Rules**

911 This Section governs the recognition and chartering of (i) petitioning collegiate
912 chapters, whether fraternity or sorority, and (ii) petitioning alumni associations,
913 whether chapter-based, professional, institutional, community-based, or similarly
914 constituted, collectively referred to as "Petitioning Groups."

915 The documentary requirements, procedural workflow, templates, timelines, and
916 review mechanisms shall be governed by implementing rules duly issued by the
917 COME and confirmed by the Board of Trustees. Such implementing rules shall not
918 contravene these Bylaws nor diminish rights guaranteed herein.

919 **(b) Petitioning Alumni Associations**

920 A petitioning Alumni Association shall initiate the recognition process by filing a
921 Letter of Intent together with the prescribed petitioning documents in accordance
922 with the implementing rules.

923 For Chapter-Based Alumni Associations and Community-Based Alumni
924 Associations, the Letter of Intent and supporting petitioning documents shall be
925 filed with the Regional COME having jurisdiction over the chapter or community
926 where the proposed Alumni Association will be organized. The Regional COME
927 shall conduct an initial review for completeness and compliance with
928 documentary requirements, and, upon determination thereof, shall endorse the
929 submission to the RD for further administrative review.

930 For Professional-Based Alumni Associations and Institution-Based Alumni
931 Associations, the Letter of Intent and supporting petitioning documents shall
932 likewise be filed with the Regional COME having jurisdiction over the official
933 address or principal place of organization of the proposed Alumni Association, and
934 shall be subject to the same review, endorsement, and routing process as provided
935 herein.

936 The RD shall conduct a preliminary administrative review of the petition and,
937 within fifteen (15) calendar days from receipt thereof, determine compliance with

938 the prescribed requirements. Upon such determination, the RD shall return the
939 petition to the Regional COME with a corresponding endorsement for further
940 evaluation and processing in accordance with the implementing rules.

941 Upon confirmation of preliminary compliance, the National COME shall issue an
942 Alumni Association Petitioning Code (AAPC) to the petitioning organization within
943 fifteen (15) calendar days from such confirmation. Eligibility for recognition shall
944 require a petitioning period of at least one (1) year, reckoned from the date of
945 receipt by the COME of the formal endorsement of the petition by the RD.

946 The mandatory recognition requirements for Alumni Associations shall include,
947 among others, the following:

948 a. Petitioners - Not less than fifteen (15) members who must:

- 949 1. Be valid APO ID holders;
- 950 2. Be MIGS of the Organization; and
- 951 3. Not currently serving as principal organizers of another petitioning Alumni
952 Association covering the same community, institutional, or professional
953 classification.

954 b. The petitioning Alumni Association shall submit such organizational, financial,
955 and documentary requirements as may be prescribed by the implementing rules,
956 including but not limited to:

- 957 1. A Reliable APO Roster (RAPOR) certified by the petitioning officers;
- 958 2. A proposed Articles of Association or governing rules consistent with the
959 national Bylaws;
- 960 3. A list of interim officers and organizational structure;
- 961 4. A development plan or program of activities for the petitioning period; and
- 962 5. Such other documents as may be required under the implementing rules.

963 Additional documentary, financial, and organizational requirements shall be
964 governed by the implementing rules duly issued by the COME and confirmed by
965 the Board of Trustees.

966 **(c) Petitioning Collegiate Chapters**

967 A petitioning collegiate chapter shall initiate the petitioning process by filing its
968 petitioning documents with the Regional COME having jurisdiction over the
969 higher education institution where the proposed collegiate chapter will be
970 organized, in accordance with the prescribed implementing rules. The submission
971 shall include compliance with organizer eligibility requirements, the existing
972 Pledge Program framework, development planning requirements, and payment of
973 the prescribed petitioning fees.

974 The Regional COME shall conduct an initial review for completeness and
975 compliance with documentary requirements, and, upon determination thereof,
976 shall endorse the submission to the RD for further administrative review.

977 The RD shall conduct a preliminary administrative review of the petition and,
978 within fifteen (15) calendar days from receipt thereof, determine compliance with
979 the prescribed requirements. Upon such determination, the RD shall return the
980 petition to the Regional COME with a corresponding endorsement for further
981 evaluation and processing in accordance with the implementing rules.

982 Upon confirmation of preliminary compliance, the National COME shall issue a
983 Petitioning Code (PC) to the petitioning organization within thirty (30) calendar
984 days from such confirmation. The Petitioning Collegiate Chapter, through its Grand
985 Chancellor or Grand Lady Chancellor, as applicable, may submit its recognition
986 requirements to the RD, who shall conduct an administrative review of the
987 submission and, upon determining compliance with the prescribed requirements,
988 shall endorse the application to the COME.

989 The mandatory recognition requirements shall include, among others, the
990 following:

- 991 a. Petitioners - Not fewer than eight (8) collegiate members who must:
- 992 1. Be valid APO ID holders;
 - 993 2. Be currently enrolled in the higher education institution where the
994 Petitioning Code is assigned; and
 - 995 3. Not be affiliated with any other collegiate chapter or school.

996 b. The petitioning Collegiate Chapter shall submit such organizational, financial,
997 and documentary requirements as may be prescribed by the implementing rules,
998 including but not limited to:

- 999 1. A RAPOR certified by the petitioning officers;
- 1000 2. A proposed Articles of Association or governing rules consistent with
1001 the national Bylaws;
- 1002 3. A list of interim officers and organizational structure;
- 1003 4. A development plan or program of activities for the petitioning
1004 period; and
- 1005 5. Such other documents as may be required under the implementing
1006 rules.

1007 The COME shall conduct the substantive evaluation of the application and shall
1008 thereafter recommend approval or disapproval to the Board of Trustees.
1009 Recognition of a collegiate chapter shall take effect only upon approval by
1010 Resolution of the Board of Trustees.

1011 Upon approval, the recognized collegiate chapter shall proceed with charter
1012 installation and submission of required organizational records in accordance with
1013 the prescribed procedures.

1014

1015

1016 **Section 7. Duties and Obligations of BOUs.**

1017

1018 All duly chartered chapters and alumni associations shall, whenever applicable, comply
1019 with the following duties and obligations:

1020

1021 **(a) Adoption of Internal Bylaws and Rules**

1022 Adopt such rules, and regulations as may be necessary for governance, provided
1023 that the same shall not conflict with the Articles of Incorporation, these Bylaws, the
1024 Standard Articles of Association, or any duly promulgated national policies, nor
1025 with the rules and regulations of the educational institution or host country where
1026 the organizational unit operates.
1027

1028 **(b) Training Policies; Prohibition Against Hazing**

1029 Establish training policies complementary to the official rituals and programs of
1030 the Organization; provided, however, that hazing, informal initiation, or any form of
1031 mistreatment or maltreatment of pledges, members, or any other person is strictly
1032 prohibited at all times.

1033 **(c) Fees, Dues, and Assessments**

1034 Establish reasonable initiation fees, dues, and assessments, which shall not be
1035 inconsistent with or contrary to those prescribed under these Bylaws, or as may be
1036 imposed by the General Assembly and/or the Regional Conference.
1037

1038 **(d) Annual Compliance Submissions**

1039 Each recognized organizational unit shall submit to the RD concerned and to the
1040 National Administrative Office an Annual Compliance Report not later than twelve
1041 (12) weeks from the beginning of the fiscal year, in accordance with the program
1042 review procedures established by the Board of Trustees.
1043

1044 Such report shall include, at a minimum, the following:

1045

1046 1. RAPOR. A certified RAPOR containing the official roster of members of the
1047 organizational unit, which shall include the following information for each
1048 member:

1049 a. Name of the member;

1050 b. APO Identification Number;

1051 c. Collegiate Chapter;

1052 d. Physical address;

1053 e. Contact Number;

1054 f. Email address;

1055 g. Mailing address; and

- 1056 h. Membership classification, clearly indicating whether the member
1057 is:
- 1058 (i) In Good Standing;
- 1059 (ii) Not in Good Standing;
- 1060 (iii) Active; or
- 1061 (iv) Inactive,
- 1062 i. Declaration of other affiliations within the Organization, including
1063 membership in any other Alumni Association, Chapter, or
1064 recognized organizational unit, if any

1065 The RAPOR shall be duly certified as correct:

1066 (i) For Alumni Associations — by the President and attested to by the
1067 Secretary; and

1068 (ii) For Collegiate Chapters — by the Grand Chancellor or Grand Lady
1069 Chancellor, as applicable, and attested to by the Scribe.

1070 2. Official Contact Information. The official mailing address of the organizational unit,
1071 including any post office box, and the official electronic mail address used for
1072 organizational communications.

1073 3. Annual Financial Statement. The Annual Financial Statement of the organizational
1074 unit, prepared in the form prescribed by the National Executive Director.

1075 In the event of dissolution of an organizational unit, its officers shall file with the
1076 Board of Trustees a written report of all money and property on hand. Such funds
1077 or property shall be held in trust for the reactivation of the organizational unit. If
1078 reactivation is not accomplished within five (5) years from the date of dissolution,
1079 such funds shall be transferred to a tax-exempt organization within the meaning of
1080 the National Internal Revenue Code of the Philippines, or otherwise disposed of in
1081 accordance with applicable laws, rules, and regulations of the host country where
1082 the organizational unit operates.

1083

1084 **(e) Quarterly Development Report**

1085 Each organizational unit shall likewise submit a Quarterly Development Report to
1086 the RD and the National Administrative Office within fifteen (15) calendar days
1087 after the end of each administrative quarter.

1088 The Quarterly Development Report shall contain a summary of the organizational
1089 unit's activities, programs, membership development, service initiatives, and
1090 financial updates for the preceding quarter, together with such additional
1091 information as may be prescribed under the implementing rules.

1092 The report shall also include an updated RAPOR, indicating the current roster of
1093 members and their respective membership classifications, including whether such
1094 members are in good standing, not in good standing, active, or inactive, in
1095 accordance with the membership standards prescribed by the Organization.

1096

(f) Non-Submission and Compliance Enforcement

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Failure of a recognized organizational unit to submit the required Annual Compliance and Quarterly Development Reports and accompanying compliance documents within the prescribed period shall constitute non-compliance with organizational reporting requirements.

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In such case, the following administrative measures may be imposed:

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1. Notice of Deficiency. If the required report is not submitted within the prescribed period, the RD shall endorse the matter to the COME. Upon receipt of such endorsement, the COME shall issue a written Notice of Deficiency, granting the organizational unit fifteen (15) calendar days from receipt of the notice within which to submit the required report and correct the deficiency.

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2. Administrative Hold. If the organizational unit fails to remedy the deficiency within the fifteen (15) calendar day compliance period stated in the Notice of Deficiency, the organizational unit may be placed under Administrative Hold. During the period of Administrative Hold:

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- a. The BOU shall not be deemed in good standing with the Organization and shall be subject to the corresponding limitations, restrictions, and consequences provided under these Bylaws and applicable rules;

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- b. The incumbent officers of the BOU may be issued a Letter of Reprimand for failure to comply with the Notice of Deficiency; and

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- c. The BOU may be assessed administrative fines, fees, or other monetary penalties in such amount and manner as may be prescribed by the Board of Trustees or the appropriate implementing rules.

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3. Suspension of Charter. If the organizational unit continues to fail to submit the required reports within thirty (30) calendar days after being placed under Administrative Hold, the COME may recommend to the Board of Trustees the suspension of the charter or recognition of the organizational unit. Upon evaluation, the Board of Trustees may endorse the recommendation to the General Assembly, which shall have the authority to approve the suspension of the charter in accordance with these Bylaws and applicable implementing rules.

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4. Restoration of Good Standing. An organizational unit placed under Administrative Hold or whose charter has been suspended may be restored to good standing upon submission of the required reports and compliance documents and upon approval by the appropriate authority as may be prescribed under the implementing rules.

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(g) Compliance with Governing Authorities

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Exercise such powers and perform such duties and functions as may be provided in these Bylaws and in the rules duly promulgated by the General Assembly, the Regional Conference, the Board of Trustees, the National Executive Council where applicable, and the duly authorized Regional or Section authorities.

1143 **Section 8. Status of BOUs.**

1144

1145 A chapter or alumni association shall be deemed in good standing only upon strict
1146 compliance with all of the following conditions:

1147

1148 1. Full and timely satisfaction of all financial obligations lawfully due to the
1149 Organization, including but not limited to national, regional, or other duly
1150 authorized dues, assessments, fees, and charges;

1151 2. Timely submission of the Annual Compliance and Quarterly Development Reports
1152 and required compliance documents,

1153 3. Absence of any declaration of inactivity or suspension issued by competent
1154 authority pursuant to these Bylaws;

1155 4. No revocation of its Charter by authority of the Board of Trustees; and

1156 5. No final determination of violation of these Bylaws or of duly promulgated policies,
1157 rules, or regulations of the Organization.

1158

1159 Failure to meet any of the foregoing conditions shall constitute *prima facie* ground for
1160 classification as not in good standing; provided, however, that no organizational unit shall
1161 be formally declared as such nor be subjected to any restriction, limitation, or
1162 administrative consequence without prior notice and an opportunity to be heard in
1163 accordance with the due process requirements prescribed under these Bylaws and
1164 applicable implementing rules.

1165

1166 The status of good standing is a continuing condition and may be reviewed and
1167 determined by the appropriate national or regional authority in accordance with
1168 established procedures.

1169

1170 **Section 9. Suspension and Revocation of Charters.**

1171 **(a) Authority to Revoke or Suspend**

1172 The Charter of any duly recognized chapter or alumni association may be revoked
1173 or suspended only upon an affirmative vote of at least two-thirds (2/3) of the
1174 members entitled to vote during a properly convened session of the General
1175 Assembly. No revocation or suspension shall be valid absent prior notice to the
1176 concerned organizational unit and observance of due process in accordance with
1177 these Bylaws.

1178 **(b) Ground for Revocation or Suspension of Charters**

1179 The charter of a duly recognized chapter or alumni association may be revoked or
1180 suspended on any of the following grounds:

1181 1. Persistent Non-Compliance with Organizational Reporting Requirements
1182 — failure to submit the required Annual Compliance Reports or Quarterly
1183 Development Reports despite notice and opportunity to comply in
1184 accordance with these Bylaws;

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2. Material Misrepresentation or Fraud — submission of falsified membership records, financial reports, petitioning documents, or other official submissions to the Organization;
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3. Violation of the Bylaws, or Official Policies of the Organization — including persistent or serious violations of duly promulgated rules, regulations, or directives issued by competent organizational authorities;
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4. Conduct Prejudicial to the Organization — acts or omissions by the organizational unit or its officers that seriously undermine the integrity, reputation, discipline, or objectives of the Organization;
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5. Failure to Maintain Minimum Organizational Standards — including failure to maintain the minimum membership requirements, organizational structure, or operational activity required under these Bylaws or the implementing rules;
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6. Involvement in Prohibited Activities — including hazing, illegal acts, or other conduct expressly prohibited under applicable laws or the policies of the Organization;
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7. Duplication or Improper Establishment of Organizational Units — operating in violation of the one community, institutional, or professional classification rule or otherwise creating overlapping jurisdiction with an existing recognized organizational unit.
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8. Other analogous acts or omissions which are of the same nature or gravity as the foregoing and which materially violate these Bylaws, the policies of the Organization, or the standards of conduct expected of its recognized organizational units.

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No charter shall be revoked or suspended without prior notice to the concerned organizational unit and an opportunity to be heard, in accordance with the due process requirements prescribed under these Bylaws and applicable rules of procedure.

1213 **(c) Preventive Suspension by the Board of Trustees**

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The Board of Trustees, by an affirmative vote of at least majority of all its members, may impose a preventive suspension of a Charter when the continued existence or operation of the chapter or association may cause serious prejudice to the interests of the Organization or any integral part thereof, or when such measure is necessary to preserve the integrity of an ongoing investigation.

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Preventive suspension shall be temporary in nature and shall remain effective during the pendency of the investigation and resolution of the case in accordance with these Bylaws and the applicable rules of procedure; provided, however, that the period of preventive suspension shall not exceed sixty (60) calendar days, unless a shorter period is prescribed under the applicable rules or an extension is expressly authorized for justifiable cause in accordance with due process.

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The organizational unit placed under preventive suspension shall be afforded written notice stating the grounds therefor and shall be given an opportunity to respond in accordance with the requirements of due process.

1228 The final determination on whether the charter shall be suspended, revoked, or
1229 otherwise sanctioned shall be made by the General Assembly, in accordance with
1230 the provisions of these Bylaws.

1231 **(d) Appeals and Reinstatement**

1232 The procedure governing appeals from, and petitions for reinstatement of, a
1233 revoked or suspended Charter shall be the same as that prescribed for appeals and
1234 reinstatement of terminated or suspended membership, unless otherwise
1235 specifically provided under these Bylaws.

1236 **(e) Effect of Suspension or Revocation**

1237 During the period of preventive suspension or suspension, the chapter or
1238 association shall cease to exercise the rights, powers, and privileges appurtenant to
1239 its Charter, subject to such limitations and conditions as may be expressly imposed
1240 by the competent authority under these Bylaws.

1241 Revocation of the Charter shall result in the termination of the organizational unit's
1242 charter and the loss of its recognition as a duly chartered organizational unit of the
1243 Organization, without prejudice to such other sanctions, liabilities, or
1244 consequences as may be provided under these Bylaws or under applicable policies
1245 and rules of the Organization.

1246

1247 **Section 10. Dissolution, Inactivity, and Revival of BOUs.**

1248 In the event that a BOU is formally dissolved or declared inactive in accordance with these
1249 Bylaws and applicable rules, its official designation, including but not limited to its
1250 Greek-letter designation, chapter designation, Charter Number, Alumni Association name,
1251 or any other officially recognized identifying name or nomenclature of the Organization,
1252 shall be deemed retired, and no other BOU shall be authorized to bear the same
1253 designation.

1254 Notwithstanding the foregoing, a dissolved or inactive BOU may be revived in accordance
1255 with procedures prescribed by the Organization. Upon approval of such revival, the BOU
1256 shall reassume its original designation, without the necessity of applying for a new
1257 designation.

1258 The responsibility to initiate the revival of a dissolved or inactive BOU shall devolve:

- 1259 1. Primarily upon the duly recognized affiliated or corresponding organizational unit,
1260 including but not limited to its alumni association, or equivalent entity, where such
1261 exists; and
- 1262 2. Secondly, upon any duly recognized BOU or association within the same Section
1263 or jurisdiction, in the absence or inability of the primary entity to undertake such
1264 revival.

1265 Revival of any BOU shall be subject to compliance with such requirements as may be
1266 prescribed by the Board of Trustees, including those necessary to ensure organizational
1267 viability, sustainability, and lawful operation.

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1269

ARTICLE IV GENERAL ASSEMBLY

1270 Section 1. Nature.

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1272 The General Assembly shall be the supreme policy-making authority of the Organization
1273 and shall exercise such powers and authority as are vested in it by the Articles of
1274 Incorporation and these Bylaws. When duly convened, it shall act upon matters of
1275 governance, policy, organization, and such other matters as may properly be brought
1276 before it.

1277 When the General Assembly is not in session, its powers and authority, except those
1278 expressly reserved to the General Assembly by law, the Articles of Incorporation, or these
1279 Bylaws, shall be exercised by the Board of Trustees, subject to such limitations as may be
1280 prescribed herein and to ratification by the General Assembly whenever required under
1281 these Bylaws.

1282

1283 Section 2. Annual General Assembly.

1284

1285 There shall be an Annual General Assembly of the Organization. The Annual General
1286 Assembly shall be held on the third (3rd) Friday of May of each year at the principal office
1287 of the Organization.

1288 The Chairperson of the Board of Trustees shall preside over meetings of the General
1289 Assembly. In the absence, incapacity, inhibition, or temporary inability of the Chairperson
1290 to act, the Vice-Chairperson shall preside. In the absence, incapacity, inhibition, or
1291 temporary inability of both the Chairperson and the Vice-Chairperson, the National
1292 President shall preside over the General Assembly for the duration of such absence or
1293 inability.

1294 If the Chairperson, Vice-Chairperson, and National President are all absent, incapacitated,
1295 inhibited, or otherwise unable to act, the Board of Trustees may appoint from among the
1296 qualified members present a temporary presiding officer for that meeting only.

1297 If holding the Assembly on such date or at such venue is not practicable, the Board of
1298 Trustees may fix another date, time, and venue within the same fiscal year, provided that
1299 proper notice is given in accordance with these Bylaws.

1300

1301 Upon the affirmative vote of a majority of all the members of the Board of Trustees, the
1302 Annual General Assembly may be conducted through remote communication or other
1303 alternative modes of communication, in accordance with applicable law and such
1304 guidelines as the Board of Trustees may prescribe. Participation through such modes shall
1305 be deemed valid for all purposes, including the canvassing and proclamation of election
1306 results for Board of Trustees and National Executive Council members, as well as the
1307 deliberation and approval of any matter properly brought before the Assembly.

1308

1309 Section 3. Special General Assemblies.

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1311 Special General Assemblies may be called at any time by the National President or by the
1312 Board of Trustees. The National President may also call such meetings whenever
1313 members in good standing of the organization so request in writing.

1314

1315 Upon the affirmative vote of a majority of all the members of the Board of Trustees, a
1316 Special General Assembly may be conducted through remote communication or other
1317 alternative modes of communication, in accordance with applicable law and such
1318 guidelines as the Board of Trustees may prescribe. Participation through such modes shall
1319 be deemed valid for all purposes, including the consideration and approval of any matter
1320 properly included in the notice of meeting.

1321 Section 4. Composition of the General Assembly.

1322 (a) General Composition

1323 The General Assembly shall be composed of duly registered MIGS belonging to the
1324 collegiate, alumni, Life Members, and Council of Elders, as recognized under these
1325 Bylaws.

1326 (b) Determination of MIGS

1327 The BOUs shall submit their certified RAPOR to the COME and National Executive
1328 Director (NED) not later than six (6) months prior to the scheduled General
1329 Assembly. The certified RAPOR shall serve as the official basis in determining the
1330 MIGS for purposes of participation, accreditation, and voting in the General
1331 Assembly. The official list of qualified Life Members and members of the Council of
1332 Elders shall be certified and maintained by the COME, with copies thereof
1333 furnished to the NED for official organizational records and administrative
1334 implementation.

1335 (c) Life Members

1336 Life Members shall be entitled to participate in the General and Special General
1337 Assemblies in such capacity and with such rights as may be provided under these
1338 Bylaws. To be entitled to accreditation, attendance, participation, or voting therein,
1339 a Life Member must have maintained the status of MIGS for at least two (2)
1340 consecutive Development Years immediately preceding the scheduled date of the
1341 General and Special General Assemblies.

1342 For purposes of this requirement, continuity of MIGS status shall be determined on
1343 the basis of timely compliance with dues, assessments, reporting obligations, and
1344 such other qualifications as may be prescribed under these Bylaws or applicable
1345 rules. Failure to satisfy the foregoing requirement shall disqualify the Life Member
1346 from exercising assembly rights for the concerned Assembly, without prejudice to
1347 the restoration of such rights upon subsequent compliance.

1348 (d) Council of Elders

1349 For purposes of representation under this Section, only those persons who are duly
1350 recognized members of the Council of Elders in accordance with these Bylaws and
1351 the official records of the Organization shall be entitled to accreditation,
1352 attendance, participation, and such voting rights as may be expressly provided
1353 under these Bylaws.

1354 To be entitled to such rights, a member of the Council of Elders must be a MIGS at
1355 the time of the scheduled date of the General or Special General Assembly. Any
1356 member of the Council of Elders who has been suspended, expelled, declared
1357 ineligible, or otherwise disqualified under these Bylaws prior to the convening of
1358 the Assembly shall not be entitled to representation rights under this Section

1359 **(e) Registration Requirement**

1360 All MIGS intending to participate in the General Assembly shall register within the
1361 period and in the manner prescribed by the National Administrative Office.

1362 **(f) Voting Rights**

1363 Each duly registered MIGS shall be entitled to one (1) vote on all matters properly
1364 submitted to the General Assembly, including elections, ratifications, resolutions,
1365 amendments, and other matters requiring action by the General Assembly.

1366 **(g) Personal Exercise of Voting Rights**

1367 Voting rights under this Section shall be exercised personally by the MIGS
1368 concerned. No proxy voting, delegation of voting rights, substitution, or
1369 representative voting shall be permitted.

1370

1371 **Section 5. Notices.**

1372

1373 Written notice of the Annual General Assembly or any Special General Assembly shall be
1374 given to all members entitled to participate therein at least fifteen (15) calendar days prior
1375 to the scheduled date of the meeting.

1376

1377 The notice shall specify the date, time, and venue of the meeting and shall state the
1378 agenda or matters to be taken up. No business shall be transacted at any General
1379 Assembly other than those specifically stated in the notice.

1380

1381 Notice may be served personally, by electronic mail, or through such other reasonable
1382 means as may be authorized by the Board of Trustees and applicable law.

1383

1384 **Section 6. Order of Business.**

1385

1386 Unless otherwise determined by the General Assembly for justifiable cause, the order of
1387 business at the Annual General Assembly shall be as follows:

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- 1389 1. Invocation;
- 1390 2. National Anthem;
- 1391 3. Scout Oath and Law;
- 1392 4. Loyalty Pledge;
- 1393 5. Call to Order;
- 1394 6. Proof of Service of Notice of the Meeting;

- 1395 7. Determination of Quorum;
- 1396 8. Approval of the Agenda;
- 1397 9. Reading and Approval of the Minutes of the Previous Assembly;
- 1398 10. Matters Arising from the Minutes / Unfinished Business;
- 1399 11. National President's Report;
- 1400 12. Presentation and Approval of the Annual Budget and Appropriations;
- 1401 13. Presentation and Approval of the Audited Financial Statements;
- 1402 14. Fixing of Annual Dues, Assessments, and Other Authorized Fees, when
1403 applicable;
- 1404 15. Ratification of the Acts and Resolutions of the Board of Trustees, when
1405 applicable;
- 1406 16. Confirmation of Removal Decisions, when applicable;
- 1407 17. Appointment of External Auditors;
- 1408 18. Biennial Election of Board of Trustees and National Executive Council
1409 Members, when applicable;
- 1410 19. Amendments to these Bylaws, when properly included in the Notice;
- 1411 20. New Business / Other Matters Properly Included in the Notice;
- 1412 21. Adjournment; and
- 1413 22. Toast Song.

1414 No substantive matter shall be deliberated upon or acted upon prior to the determination
1415 of quorum.
1416

1417 **Section 7. Quorum.**

1418 At any Annual General Assembly or Special General Assembly, a majority of all duly
1419 registered MIGS belonging to the collegiate, alumni, Life Members, and Council of Elders,
1420 shall constitute a quorum for the transaction of business.

1421 In the absence of a quorum, the Presiding Officer may adjourn the meeting to another
1422 date, time, or venue in accordance with these Bylaws.

1423 When a quorum is present, the affirmative vote of a majority of those present and
1424 constituting such quorum shall be sufficient to decide any question or approve any
1425 corporate act, unless a greater vote is required by law, the Articles of Incorporation, or
1426 these Bylaws.

1427 Section 8. Powers of the General Assembly.

1428 The General Assembly, being the supreme policy-making authority of the Organization,
1429 shall exercise the following powers:

- 1430 1. Budgetary and Fiscal Authority. Approve the annual budget and all appropriations
1431 necessary for the operational and programmatic requirements of the Organization,
1432 as endorsed by the National President and submitted in accordance with
1433 established financial procedures. The General Assembly may modify or reduce
1434 proposed appropriations but shall not authorize expenditures beyond available
1435 and duly certified funds. It shall likewise approve the audited financial statements
1436 of the Organization.
- 1437 2. Assessment and Fees. Fix and approve the annual dues, special assessments, and
1438 other authorized fees of members, collegiate chapters, alumni associations, and
1439 petitioning groups. All such fees shall be uniform, equitable, and properly
1440 disseminated through official channels.
- 1441 3. Ratification and Oversight. Ratify, confirm, or disapprove the official acts,
1442 resolutions, and programs of the Board of Trustees undertaken during the
1443 preceding fiscal or development year, insofar as such acts are subject to ratification
1444 under these Bylaws or applicable law.
- 1445 4. Legislative Authority. Revise, amend, or repeal these Bylaws in accordance with the
1446 procedure prescribed herein.
- 1447 5. Electoral Authority. Elect the members of the Board of Trustees and the National
1448 Executive Council in accordance with the duly adopted election rules.
- 1449 6. Charter Suspension and Revocation Authority. Act upon recommendations for the
1450 suspension or revocation of the charter or recognition of any BOU, including
1451 collegiate chapters and alumni associations, upon recommendation of the COME
1452 and endorsement of the Board of Trustees, and after due notice and opportunity to
1453 be heard in accordance with these Bylaws and applicable implementing rules.
- 1454 7. Appellate Authority. Resolve appeals from decisions of the Board of Trustees, in
1455 such cases and under such procedures as may be prescribed by these Bylaws and
1456 the applicable rules of procedure. The decision of the General Assembly in such
1457 appealed cases shall be final within the Organization. Appeals to the General
1458 Assembly shall be limited to questions of policy, governance, or organizational
1459 discipline, and shall not include matters already subject to final adjudication under
1460 the Articles of Incorporation, these Bylaws, or the duly adopted rules of procedure
1461 of the adjudicatory bodies of the Organization, unless otherwise expressly
1462 provided.
- 1463 8. Residual Authority. Transact such other business as may properly come before it,
1464 provided that such matters do not encroach upon powers expressly vested in other
1465 organs of the Organization under these Bylaws.

1466 Section 9. Significant Corporate Acts.

1467

1468 At any Annual General Assembly or Special General Assembly, the affirmative vote of at
1469 least two-thirds (2/3) of the members of the General Assembly and present, constituting a
1470 quorum, shall be required for the approval of the following acts:

1471

- 1472 1. Amendment of the Articles of Incorporation;
- 1473 2. Ratification of any contract, commitment, or corporate act entered into by a
1474 Trustee or Officer without prior authority, where such ratification is necessary to
1475 bind the Organization;
- 1476 3. Extension or shortening of the corporate term of the Organization;
- 1477 4. Sale, lease, exchange, mortgage, pledge, or other disposition of all or substantially
1478 all of the assets of the Organization;
- 1479 5. Investment of organizational funds in another entity or undertaking, or for any
1480 purpose materially outside the primary purposes of the Organization;
- 1481 6. Delegation to the Board of Trustees of the power to amend or repeal these Bylaws,
1482 to the extent permitted by law;
- 1483 7. Voluntary dissolution of the Organization;
- 1484 8. Suspension or revocation of the charter or recognition of any BOU, including
1485 collegiate chapters and alumni associations, upon recommendation of the COME
1486 and endorsement of the Board of Trustees, and after due notice and opportunity to
1487 be heard in accordance with these Bylaws and applicable implementing rules; and
- 1488 9. Appointment or removal of External Auditors, where such action requires approval
1489 of the General Assembly.

1490 Only the foregoing acts shall require ratification by the General Assembly, to the exclusion
1491 of all other acts of the Board of Trustees, unless otherwise expressly required by law.

1492 Section 10. Minutes.

1493 Minutes of all Annual and Special General Assemblies shall be recorded, maintained, and
1494 preserved at the principal office of the Organization as part of its official corporate records.
1495 In the preparation of such minutes, the Organization may utilize appropriate technology,
1496 including audio-visual recording, digital documentation systems, and transcription tools,
1497 for the purpose of accurately capturing and transcribing the proceedings, subject to
1498 applicable policies on confidentiality, record retention, and data privacy.

1499 The minutes shall faithfully reflect the proceedings and business transacted at the
1500 meeting, including the date, time, venue, presence of quorum, matters deliberated upon,
1501 resolutions adopted, voting results, and such other entries as may be required by law, the
1502 Articles of Incorporation, or these Bylaws.

1503 The Corporate Secretary shall be primarily responsible for the preparation, completion,
1504 and circulation of the finalized minutes for certification and approval, and shall submit the
1505 same to the National Administrative Office within thirty (30) calendar days from the
1506 adjournment of the General Assembly.

1507 The minutes shall be certified by the Corporate Secretary and, when required, attested by
1508 the Presiding Officer.

1509 Section 11. General Assembly Secretariat.

1510 There shall be constituted a General Assembly Secretariat, which shall be responsible for
1511 the administrative and logistical support for the conduct of the General Assembly, and
1512 such other national gatherings as may be authorized under these Bylaws.

1513 The Secretariat shall be primarily composed of members from the host region, who shall
1514 be designated in accordance with the guidelines and procedures prescribed by the
1515 Organization, and shall work in coordination with the National Executive Director, the
1516 Corporate Secretary, and such other officers or bodies as may be necessary.

1517 For purposes of regular meetings of the National Executive Council and the Board of
1518 Trustees, the Secretariat may likewise be organized from the host region of such
1519 meetings, and shall provide the necessary administrative and logistical support to ensure
1520 the orderly and efficient conduct thereof.

1521 The Secretariat shall perform such other functions as may be assigned by the National
1522 President, the Board of Trustees, or as may be provided under these Bylaws or the
1523 implementing rules.

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ARTICLE V BOARD OF TRUSTEES

1527 **Section 1. Nature and Authority of the Board of Trustees.**

1528

1529 The Board of Trustees shall exercise the corporate powers of the Organization and shall
1530 serve as its governing body when the General Assembly is not in session.

1531

1532 In the interim between sessions of the General Assembly, the Board of Trustees shall
1533 exercise policy-making and administrative authority, subject to the limitations imposed by
1534 the Articles of Incorporation, these Bylaws, and the powers expressly reserved to the
1535 General Assembly.

1536 **Section 2. Composition and Election.**

1537

(a) Composition

1538

The Board of Trustees shall consist of nine (9) Trustees, in accordance with the
1539 Articles of Incorporation of the Organization, who shall be directly elected by the
1540 members of the General Assembly and duly registered thereat.

1541

1542

The nine (9) Board of Trustees shall be composed of the following:

1543

1544

1. A Chairperson;

1545

2. A Vice-Chairperson;

1546

3. The National President;

1547

4. Two (2) Trustees representing the Fraternity Chapters;

1548

5. Two (2) Trustees representing the Sorority Chapters;

1549

6. One (1) Trustee representing the Fraternity Members of Alumni
1550 Associations; and

1551

7. One (1) Trustee representing the Sorority Members of Alumni Associations.

1552

(b) Term of Office

1553

The members of the Board of Trustees shall serve for a term of two (2) years
1554 commencing on the first (1st) day of July immediately following their election, and
1555 shall continue to hold office until their respective successors shall have been duly
1556 elected and qualified, unless sooner removed in accordance with these Bylaws.

1557

1558

The Chairperson of the Board of Trustees and the National President shall be
1559 ineligible to hold the same office in any future or succeeding term.

1560

(c) Filing of Certificates of Candidacy

1561

All candidates for any position in the Board of Trustees shall file their respective
1562 Certificates of Candidacy with the COMELEC at least sixty (60) calendar days prior
1563 to the date of the General Assembly. The certificate shall specify the position
1564 sought and such other information as may be required by these Bylaws or by rules

1565 promulgated by the COMELEC. Each candidate shall likewise submit a certification
1566 issued by the APO Academy attesting that he or she has satisfactorily completed
1567 the officers' training curriculum, as may be required under applicable policies.

1568 No candidate shall be permitted to run for more than one position in the same
1569 election. The filing of a subsequent certificate of candidacy for another position
1570 shall be deemed an automatic withdrawal of the earlier candidacy.

1571 **(d) Election**

1572 The Chairperson of the Board of Trustees, the Vice-Chairperson of the Board of
1573 Trustees, the National President, the Trustees for Fraternity, the Trustees for
1574 Sorority, and the Trustees for Alumni shall be elected directly to the respective
1575 offices for which they filed their certificates of candidacy by the members of the
1576 General Assembly. Such election shall be conducted in accordance with these
1577 Bylaws and the election rules and procedures promulgated by the COMELEC.

1578 For each office specifically contested, the candidate receiving the highest number
1579 of valid votes cast for such office shall be proclaimed duly elected, subject to the
1580 resolution of any timely protest, contest, recount, or disqualification proceeding in
1581 accordance with these Bylaws and applicable rules.

1582 Upon proclamation, the persons so elected shall constitute the incoming
1583 members of the Board of Trustees-elect for the ensuing term, subject to
1584 qualification and assumption of office.

1585 **(e) Proclamation**

1586 The candidate receiving the highest number of valid votes cast shall be proclaimed
1587 elected immediately after the counting of votes. In the event of a tie between two
1588 (2) or more candidates receiving the highest and equal number of valid votes for
1589 the same office, the tie shall be resolved by a coin toss to be conducted by the
1590 COMELEC in the presence of the tied candidates or their duly authorized
1591 representatives. The candidate prevailing therein shall be proclaimed duly elected.
1592

1593 **Section 3. General Qualifications of Trustees.**

1594 **(a) Eligibility**

1595 1. Alumni Trustees

1596 Alumni Trustees must be Active Members in Good Standing at the time of
1597 election and must have maintained such status for at least two (2)
1598 Development Years immediately preceding the election. An Alumni Trustee
1599 shall continue to maintain Active MIGS status throughout the entire term of
1600 office and must possess all the qualifications and none of the
1601 disqualifications prescribed by these Bylaws or by applicable rules.

1602 2. Collegiate Trustees

1603 Collegiate Trustees representing the Fraternity and the Sorority Chapters
1604 must be duly enrolled students in a higher education institution at the time
1605 of filing of candidacy and shall maintain a valid collegiate membership
1606 identification card throughout their entire term of office.

1607 Furthermore, where an endorsement by a BOU is required, the endorsing BOU
1608 must have maintained Good Standing status for at least two (2) Development
1609 Years immediately preceding the issuance of such written endorsement.

1610 **(b) Prohibition on Multiple Offices**

1611 No Trustee shall simultaneously hold more than one (1) elective office within the
1612 Organization.

1613 A Trustee may not hold any appointive office at the same time, unless expressly
1614 authorized by these Bylaws.

1615

1616 **Section 4. Oath.**

1617 All duly elected members of the Board of Trustees shall assume and perform the
1618 functions of their office only after taking their oath of office before the Chairperson of the
1619 Board of Trustees during the General Assembly, or, in the absence of the Chairperson,
1620 before any duly authorized officer of the Organization. A duly elected Trustee may likewise
1621 elect to take his or her oath of office before any officer authorized by law to administer
1622 oaths.

1623

1624 **Section 5. Organizational Meeting and Compliance with Law.**

1625 Immediately after proclamation of the election results, or as soon thereafter as may be
1626 reasonably practicable, the newly elected Board of Trustees shall convene for its
1627 organizational meeting, at which meeting they are hereby mandated to formally
1628 constitute, install, and record the assumption to office of the duly elected Chairperson,
1629 Vice-Chairperson, National President, Trustees for Fraternity and Sorority, and Trustees for
1630 Alumni, and shall thereafter organize itself for the proper discharge of its corporate and
1631 governance functions.

1632

1633 **Section 6. Powers and Duties.**

1634

1635 The Board of Trustees shall exercise corporate authority and oversight over the affairs of
1636 the Organization during periods when the General Assembly is not convened. It shall
1637 manage the property, activities, and undertakings of the Organization and shall exercise
1638 all corporate powers not reserved by law, the Articles of Incorporation, or these Bylaws to
1639 the General Assembly or other duly constituted bodies.

1640

1641 Without limiting the generality of the foregoing, the Board of Trustees shall have the
1642 following powers and duties:

1643

1644 1. Policy Formulation. To formulate policies, programs, and strategic directives
1645 necessary for the governance and development of the Organization in accordance
1646 with these Bylaws and the directives of the General Assembly.

1647

1648 2. Appointment of Administrative Officers. To appoint the Corporate Secretary and
1649 such other administrative officers as may be necessary for the proper

- 1650 administration of the Organization, subject to the qualifications, duties, and
 1651 limitations prescribed under these Bylaws or by resolution of the Board of Trustees.
 1652
- 1653 3. Financial Stewardship and Control of Assets. To administer, manage, and control
 1654 the funds, properties, and assets of the Organization in accordance with approved
 1655 programs, budgets, and policies.
 1656
- 1657 4. Standardization of Governance Framework. To formulate and prescribe a Standard
 1658 Bylaws for BOUs and to define the functions, jurisdiction, and operational scope of
 1659 instrumentalities and committees.
 1660
- 1661 5. Appropriations and Financial Oversight
- 1662 a. To approve special appropriations requested by the National President or
 1663 any authorized body, subject to certification of fund availability;
- 1664 b. To approve transfers of appropriations as may be authorized by the General
 1665 Assembly; and
- 1666 c. To ensure fiscal discipline and financial accountability consistent with
 1667 corporate governance standards.
- 1668
- 1669 6. Agenda and Assembly Preparation Authority. To formulate and publish the
 1670 proposed agenda of the General Assembly within the prescribed period, ensure its
 1671 broad dissemination to the membership, and confirm compliance with the criteria
 1672 for the venue of the General Assembly, including the necessary coordination with
 1673 host organizational units for the proper preparation and conduct of the Assembly.
 1674
- 1675 7. Authorize Representation. To authorize the National President to represent the
 1676 Organization in transactions, agreements, undertakings, or other official acts
 1677 involving the management or disposition of organizational funds or properties, or
 1678 in circumstances where a counterparty, regulatory body, or applicable rule requires
 1679 formal corporate authorization or representation.
 1680
- 1681 8. Appellate Authority. The Board of Trustees shall exercise appellate jurisdiction over
 1682 decisions, resolutions, or final determinations rendered by the NGAA, the COME,
 1683 and the COMELEC, when such decisions are appealable under these Bylaws or
 1684 under rules duly adopted by the Organization, provided that an Appeal is filed
 1685 within the reglementary period prescribed in the applicable Implementing Rules
 1686 and Regulations (IRR).
 1687
- 1688 In the exercise of such appellate authority, the Board of Trustees shall review the
 1689 decision appealed from based on the records of the case and the applicable rules
 1690 of the Organization, and may affirm, modify, reverse, or remand the case for further
 1691 proceedings when warranted.
 1692
- 1693 The Board may, when necessary for clarification of matters material to the
 1694 resolution of the appeal, require the parties to submit additional written
 1695 explanations or direct the appearance of the parties for a clarificatory hearing. Such
 1696 proceedings shall be limited to clarifying issues relevant to the appeal and shall not
 1697 constitute a reopening or repetition of the proceedings conducted by the body
 1698 exercising original jurisdiction.
 1699
- 1700 Where the parties have already been afforded notice and an opportunity to be
 1701 heard before the body exercising original jurisdiction, the Board of Trustees may
 1702 resolve the appeal on the basis of the records and submissions before it.

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Any decision rendered by the Board in the exercise of its appellate jurisdiction shall be based on the evidence on record, supported by substantial evidence, and shall clearly state the findings and the basis for the disposition of the appeal.

Decisions of the Board of Trustees rendered in the exercise of its appellate jurisdiction may be elevated by appeal to the General Assembly only on account of fraud, accident, mistake, or excusable negligence, and in accordance with the procedures prescribed in these Bylaws and the applicable rules of the Organization.

9. Residual Corporate Authority. To exercise all inherent and residual powers of the Organization not otherwise reserved by law, the Articles of Incorporation, or these Bylaws, and to perform all lawful acts necessary or incidental to the attainment of the Organization's purposes.

1719 **Section 7. Chairperson of the Board.**

1720 In addition to such powers and duties as may be provided by law, the Articles of
1721 Incorporation, these Bylaws, or by resolution of the Board of Trustees, the Chairperson of
1722 the Board shall:

- 1723 1. Preside over all meetings of the Board of Trustees and ensure that its deliberations
1724 are conducted in accordance with these Bylaws and the applicable rules of
1725 procedure;
- 1726 2. Lead and facilitate the policy-making and legislative functions of the Board of
1727 Trustees, ensuring that matters requiring Board action are properly deliberated
1728 upon and acted upon in accordance with the governing documents of the
1729 Organization;
- 1730 3. Exercise fiduciary oversight on behalf of the Board of Trustees, including the
1731 safeguarding of the Organization's assets, interests, and long-term institutional
1732 integrity in accordance with law and these Bylaws;
- 1733 4. Ensure that the Board of Trustees faithfully discharges its governance
1734 responsibilities, including the adoption of policies, the exercise of corporate
1735 powers, and the performance of duties entrusted to it under the Articles of
1736 Incorporation and these Bylaws; and
- 1737 5. Exercise such other powers and perform such other duties as are incidental to the
1738 office or as may be duly authorized by the Board of Trustees, consistent with the
1739 Board's policy-making and fiduciary responsibilities.
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1745 **Section 8. Vice-Chairperson of the Board.**

1746 In addition to such powers and duties as may be provided by law, the Articles of
1747 Incorporation, these Bylaws, or by resolution of the Board of Trustees, the
1748 Vice-Chairperson of the Board shall:

- 1749 1. Assist the Chairperson in the performance of the governance, legislative, and
1750 fiduciary functions of the Board of Trustees, and support the orderly conduct of its

- 1751 deliberations and proceedings;
1752
1753 2. Preside over meetings of the Board of Trustees in the absence or temporary
1754 incapacity of the Chairperson, and during such period exercise the powers and
1755 perform the duties of the Chairperson necessary for the continued conduct of the
1756 Board's proceedings and the discharge of its policy-making and governance
1757 functions in accordance with these Bylaws and applicable rules of procedure;
1758
1759 3. Succeed to the office of Chairperson in the event of removal, resignation,
1760 permanent incapacity, or vacancy in the office of the Chairperson, and serve as
1761 Chairperson for the unexpired portion of the term, unless otherwise provided by
1762 these Bylaws; and
1763
1764 4. Perform such other powers and duties as may be incidental to the office or as may
1765 be duly assigned by the Board of Trustees, consistent with the Board's
1766 policy-making and fiduciary responsibilities.
- 1767

1768 Section 9. Corporate Secretary.

1769 In addition to such powers and duties as may be provided by law, the Articles of
1770 Incorporation, these Bylaws, or by resolution of the Board of Trustees, the Corporate
1771 Secretary shall:

- 1772 1. Issue notices of meetings of the Board of Trustees and the General Assembly, and
1773 ensure strict compliance with the notice and procedural requirements prescribed
1774 by these Bylaws;
1775
1776 2. Record, maintain, and preserve accurate and permanent minutes of all meetings
1777 of the Board of Trustees and the General Assembly as part of the official corporate
1778 records of the Organization;
1779
1780 3. Maintain custody of the corporate records of the Organization, including the
1781 Articles of Incorporation, these Bylaws, the minutes of meetings, the official
1782 registers of the Organization, and the Official Seal;
1783
1784 4. Authenticate and certify the resolutions of the Board of Trustees and the General
1785 Assembly, as well as the minutes of their respective meetings, and attest to
1786 corporate documents and records; and, upon authority of the Board of Trustees,
1787 issue Secretary's Certificates in accordance with applicable laws, rules, and
1788 regulations;
- 1789 5. Submit to the appropriate government regulatory agency the list of newly elected
1790 Board of Trustees and report any replacement of a Trustee in accordance with
1791 applicable law;
- 1792 6. To answer all inquiries and correspondences from the members and other persons,
1793 firms and entities directed to the Board of Trustees;
1794
- 1795 7. Cause the affixing of the Official Seal of the Organization, when required, to duly
1796 authorized instruments and documents; and
1797
1798 8. Perform such other duties as are incidental to the office or as may be lawfully
1799 delegated by the Board of Trustees, consistent with the proper administration of

1800 the corporate records and governance documentation of the Organization.
1801

1802 The Board of Trustees may appoint an Assistant Corporate Secretary to assist the
1803 Corporate Secretary in the performance of the functions of the office.

1804 The Assistant Corporate Secretary shall perform such duties as may be assigned by the
1805 Corporate Secretary or by the Board of Trustees and may act in the stead of the Corporate
1806 Secretary in the latter's absence, incapacity, or vacancy in the office, as may be authorized
1807 by the Board.

1808

1809 **Section 10. Quorum of the Board of Trustees.**

1810

1811 The Board of Trustees shall act only as a body duly convened, and no individual Trustee
1812 shall have authority to bind the Organization except as authorized by the Board of
1813 Trustees.

1814

1815 Attendance at meetings may be in person or through remote communication or other
1816 electronic means as may be permitted by law and approved by the Board.

1817

1818 The presence of at least six (6) duly elected Trustees shall be necessary to constitute a
1819 quorum for the transaction of business.

1820

1821 In the absence of a quorum, one or more Trustees present may adjourn the meeting from
1822 time to time until a quorum is obtained.

1823

1824 Unless a greater vote is required by law, the Articles of Incorporation, or these Bylaws, the
1825 affirmative vote of a majority of the Trustees present at a meeting at which a quorum
1826 exists shall be sufficient for a valid and binding act of the Board.

1827

1828 For purposes of provisions requiring a two-thirds (2/3) vote of all members of Board, the
1829 affirmative vote of at least six (6) duly elected Trustees shall be required.

1830

1831 **Section 11. Meetings of the Board of Trustees.**

1832 **(a) Organizational Meeting**

1833 Immediately after the election of the Trustees, the newly elected Trustees shall
1834 convene as a Board for organizational purposes. No prior notice of such meeting
1835 shall be required.

1836 **(b) Regular Meetings**

1837 The Board of Trustees shall hold regular meetings at least four (4) times each fiscal
1838 year at such time and place, whether within or outside the Philippines, as the
1839 Board may determine.

1840 **(c) Special Meetings**

1841 Special meetings of the Board may be called:

1842

1843 1. By the Chairperson of the Board;

- 1844 2. By the National President; or
- 1845 3. Upon the written request of at least two (2) Trustees.

1846 **(d) Notice**

1847 Written notice of any regular meeting of the Board of Trustees shall be given to
1848 each Trustee at least fifteen (15) calendar days prior to the scheduled meeting.
1849 Written notice of any special meeting shall be given to each Trustee at least seven
1850 (7) calendar days prior to the scheduled meeting, by letter, electronic mail, or any
1851 other reliable mode of communication.

1852 The notice shall state the date, time, place (or platform, if conducted through
1853 remote communication), and the agenda of the meeting.

1854 Notice may be waived expressly or impliedly by any Trustee. Attendance at a
1855 meeting shall constitute a waiver of notice, unless the Trustee attends solely for the
1856 purpose of objecting to the lack of proper notice.

1857 **(e) Mode of Attendance**

1858 Meetings may be conducted in person or through remote communication or other
1859 electronic means as permitted by law and approved by the Board, provided that all
1860 participating Trustees can simultaneously hear and communicate with one
1861 another.

1862 **(f) Attendance and Accountability**

1863 A Trustee who fails to attend at least three (3) regular meetings within a fiscal year
1864 without justifiable cause and prior notice to the Chairperson may be subject to
1865 appropriate action by the Board in accordance with these Bylaws.
1866

1867 **Section 12. Vacancies in the Board of Trustees.**

1868 **(a) Occurrence of Vacancy**

1869 A vacancy in the Board of Trustees may arise by reason of death, resignation,
1870 permanent incapacity, removal, forfeiture, abandonment of office, or any other
1871 cause recognized by law or these Bylaws.

1872 In the event that the office of the Chairperson becomes vacant by removal,
1873 permanent incapacity, or resignation, the Vice-Chairperson shall automatically
1874 assume the office of Chairperson for the unexpired term.
1875

1876 If the office of the Vice-Chairperson thereafter becomes vacant by reason of such
1877 succession, the vacancy shall be filled in accordance with the provisions of this
1878 Section.
1879

1880 **(b) Filling of Vacancy**

1881 Any vacancy in the Board shall be filled as follows:

- 1882 1. By the Board. If the remaining Trustees still constitute a quorum, the vacancy
1883 may be filled from among the members of the Board by the affirmative vote

1884 of at least a majority of the remaining Trustees and shall represent the same
1885 sector or constituency from which the predecessor was elected.

1886 2. By the General Assembly. If the remaining Trustees do not constitute a
1887 quorum, the vacancy shall be filled by the members of the General Assembly
1888 at a regular or special meeting called for that purpose.

1889 When the vacancy arises by reason of removal by the members, the election to fill
1890 the vacancy may be conducted on the same day as the meeting authorizing the
1891 removal, provided that such purpose is clearly stated in the agenda and notice of
1892 the meeting.

1893
1894 In all other cases, the election to fill the vacancy shall be conducted not later than
1895 forty-five (45) calendar days from the date the vacancy arose.

1896
1897 A Trustee elected or appointed to fill a vacancy shall serve only for the unexpired
1898 portion of the term of the predecessor and shall represent the same sector or
1899 constituency from which the predecessor was elected.

1900 **(c) Emergency Authority**

1901 If, by reason of vacancy or vacancies, the remaining Trustees are unable to
1902 constitute a quorum and immediate action is required to prevent grave,
1903 substantial, and irreparable injury to the Organization, the remaining Trustees may,
1904 by unanimous vote, temporarily designate from among the duly elected national
1905 officers of the Organization a qualified member to act as Trustee solely for
1906 purposes of addressing the emergency.

1907
1908 Such temporary designation shall:

- 1909 1. Be strictly limited to emergency action necessary to prevent the threatened
1910 injury;
- 1911 2. Not extend beyond the resolution of the emergency; and
- 1912 3. Automatically cease upon the election or appointment of a replacement
1913 Trustee in accordance with this Section.
1914

1915 **(d) Determination of Quorum in Case of Vacancy**

1916 For purposes of determining a quorum in meetings of the Board of Trustees, any
1917 vacancy in the Board shall not be counted in computing the number of Trustees
1918 constituting the Board, and the quorum shall be based on the number of Trustees
1919 actually in office at the time of the meeting, unless otherwise provided by law or
1920 these Bylaws.

1921
1922
1923

ARTICLE VI NATIONAL EXECUTIVE COUNCIL

1924 **Section 1. Nature and Authority of the National Executive Council.**

1925

1926 The National Executive Council shall serve as the executive and implementing arm of the
1927 General Assembly and the Board of Trustees, and shall carry out the policies, programs,
1928 and directives approved by said bodies. It shall conduct strategic planning at the onset of
1929 the term to define the direction of the Development Year, and shall prepare and
1930 implement a coordinated schedule of programs, projects, and events in collaboration with
1931 the National Executive Council, Independent Commissions and Standing Committees.
1932

1933 **Section 2. Composition.**

1934 **(a) Elective and Voting Members**

1935 The elective and voting members of the National Executive Council shall be:

1936
1937

1. The National President;
2. The National Executive Vice-President;
3. The National Vice-President for Alumni Affairs;
4. The National Vice-President for Fraternity Affairs;
5. The National Vice-President for Sorority Affairs;
6. The Regional Directors for Alumni; and
7. The Regional Directors for Collegiate.

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1944 **(b) Appointive Members**

1945 The appointive members of the National Executive Council, serving in an advisory
1946 and non-voting capacity, shall be:

1947
1948

1. The National Treasurer;
2. The National Legal Counsel;
3. The National Executive Director;
4. The National Executive Council Secretary;
5. Chairpersons of Independent Commissions; and
6. Chairpersons of the Standing Committees.

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1955 Appointive members shall not be entitled to vote and shall not be counted in
1956 determining the existence of a quorum.

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1960 **(c) Ex-Officio Members**

1961

1962 The ex-officio members of the National Executive Council, shall be:

1963

1964

1. The Immediate Former National President; and

1965

2. The National President Emeritus.

1966

Ex-Officio members shall not be entitled to vote and shall not be counted in determining the existence of a quorum.

1967

1968 **Section 3. General Qualification of Officers.**

1969

(a) Eligibility

1970

1. Elective National Executive Council Officers - Alumni

1971

The Elective National Executive Council Officers - Alumni shall be Active Members in Good Standing at the time of election and must have maintained such status for at least two (2) Development Years immediately preceding the election. An Officer shall continue to maintain Active MIGS status throughout the entire term of office and must possess all the qualifications and none of the disqualifications prescribed by these Bylaws or by applicable rules.

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2. Elective National Executive Council Officers - Collegiate

1979

The Elective National Executive Council Officers - Collegiate must be duly enrolled students in a higher education institution at the time of filing of candidacy and shall maintain a valid collegiate membership identification card throughout their entire term of office.

1980

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1983

Furthermore, where an endorsement by a BOU is required, the endorsing BOU must have maintained Good Standing status for at least two (2) Development Years immediately preceding the issuance of such written endorsement.

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1986

(b) Prohibition on Multiple Offices

1987

No officer shall simultaneously hold more than one (1) elective office. An elective officer may not hold any appointive office at the same time, unless expressly authorized by these Bylaws.

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1991 **Section 4. Election of Officers.**

1992

(a) Mode of Election

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1. National

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All elective officers shall be elected by direct vote of the members of the General Assembly and duly registered thereat, in accordance with these Bylaws and the election rules promulgated by the COMELEC.

1996

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1998

1999

2. Regional

2000 The Regional Directors for Alumni and the Regional Directors for Collegiate shall
2001 be elected by the members of the Regional Conference within their respective
2002 Administrative Regions at the date and time specified by the region, prior to the
2003 convening of the Regional Conference, and in accordance with the regional
2004 election procedures duly promulgated or adopted by the COMELEC.

2005 The candidate receiving the highest number of valid votes cast for each regional
2006 position shall be proclaimed elected by the COMELEC immediately upon the
2007 completion of the counting of votes.

2008 **(b) Term of Office**

2009 The officers of the National Executive Council shall be elected for a term of two (2)
2010 years commencing on the first (1st) day of July immediately following their
2011 election, and shall hold office until their respective successors shall have been duly
2012 elected and qualified, unless sooner removed from office in accordance with these
2013 Bylaws.

2014 The National President shall be ineligible to hold the same office in any future or
2015 succeeding term.

2016 **(c) Filing of Certificates of Candidacy**

2017 1. National

2018
2019 All candidates for any elective office shall file their respective certificates of
2020 candidacy with the COMELEC at least sixty (60) calendar days prior to the date of
2021 the General Assembly. The certificate shall specify the position sought and such
2022 other information as may be required by these Bylaws or by rules promulgated by
2023 the COMELEC.

2024
2025 2. Regional

2026
2027 All candidates for any regional elective office shall file their respective certificates of
2028 candidacy with the appropriate regional COMELEC at least one (1) month prior to
2029 the date fixed for the regional conference. The certificate shall specify the position
2030 sought and such other information as may be required by these Bylaws or by rules
2031 promulgated by the COMELEC.

2032
2033 No candidate shall be permitted to run for more than one position in the same
2034 election. The filing of a subsequent certificate of candidacy for another position
2035 shall be deemed an automatic withdrawal of the earlier candidacy.

2036 Each candidate shall likewise submit a certification issued by the APO Academy
2037 attesting that he or she has satisfactorily completed the officers' training
2038 curriculum, as may be required under applicable policies.

2039 **(d) Proclamation**

2040 The candidate receiving the highest number of valid votes cast for each position
2041 shall be proclaimed elected immediately after the counting of votes. In the event
2042 of a tie between two (2) or more candidates receiving the highest and equal
2043 number of valid votes for the same office, the tie shall be resolved by a coin toss to
2044 be conducted by the COMELEC in the presence of the tied candidates or their duly
2045 authorized representatives. The candidate prevailing therein shall be proclaimed
2046 duly elected.

2047 **Section 5. Oath.**

2048

2049 All elective officers shall assume and perform the functions of their respective offices only
2050 after taking their oath of office before the Chairperson of the Board of Trustees during the
2051 General Assembly or, in the latter's absence, before any duly authorized officer of the
2052 Organization. The elective officers may opt to take his or her oath of office before any
2053 officer authorized by law to administer oaths.

2054

2055 **Section 6. Meetings and Quorum.**

2056 **(a) Regular Meetings**

2057 The National Executive Council shall hold regular meetings at least four (4) times
2058 each fiscal year at such time and place, whether within or outside the Philippines,
2059 as the National President may determine.

2060 **(b) Special Meetings**

2061 Special meetings may be called by the National President or upon the written
2062 request of at least three (3) members of the National Executive Council.

2063 **(c) Notice of Regular and Special Meetings**

2064 Written notice of any regular meeting of the National Executive Council shall be
2065 given to each Trustee at least fifteen (15) calendar days prior to the scheduled
2066 meeting. Written notice of any special meeting shall be given to each Trustee at
2067 least seven (7) calendar days prior to the scheduled meeting, by letter, electronic
2068 mail, or any other reliable mode of communication.

2069 The notice shall state the date, time, place (or platform, if conducted through
2070 remote communication), and the agenda of the meeting.

2071 Notice may be waived expressly or impliedly by any Officer. Attendance at a
2072 meeting shall constitute a waiver of notice, unless the Officer attends solely for the
2073 purpose of objecting to the lack of proper notice.

2074 **(d) Venue and Mode**

2075 Unless otherwise determined, meetings shall be conducted at the principal office
2076 of the Organization. Meetings may also be conducted through remote
2077 communication or other electronic means, provided that all participating
2078 members can simultaneously hear and communicate with one another.

2079 **(e) Quorum**

2080 Attendance at meetings may be in person or through remote communication or
2081 other electronic means as may be permitted by law and approved by the Board.

2082

2083 The presence of a majority of the members of the Elective National Executive
2084 Council shall be necessary to constitute a quorum for the transaction of business.

2085

2086 In the absence of a quorum, one or more National Officers present may move for
2087 the adjournment of the meeting from time to time until a quorum is obtained.

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Unless a greater vote is required by law, the Articles of Incorporation, or these Bylaws, the affirmative vote of a majority of the National Officers present at a meeting at which a quorum exists shall be sufficient for a valid and binding act of the National Executive Council.

2094 **Section 7. Duties and Responsibilities of Elective Officers.**

2095

2096 Apart from such powers and duties as may be delegated or assigned by the General
2097 Assembly or the Board of Trustees, the elective officers shall perform the following duties
2098 and exercise such authority as may be necessary and incidental to their respective offices:

2099

(a) National President

2100

The National President shall be the Chief Executive Officer of the Organization and shall be responsible and accountable for all acts of the National Executive Council. In the performance of such functions, the National President shall exercise control and supervision over all officers, committees, and personnel of the Organization.

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In particular, the National President shall:

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1. Serve as Presiding Officer of the National Executive Council, and preside over all meetings thereof;

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2. Enforce these Bylaws and all resolutions, directives, and policies of the General Assembly and the Board of Trustees;

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3. Appoint such officers, committee chairs, and members as are expressly designated under these Bylaws for Presidential appointment;

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4. Create committees, task forces, or working groups as may be necessary for the effective administration of the Organization, and to appoint the chairpersons, officers, and members thereof;

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2117

5. Exercise general supervision over the affairs, programs, properties, and personnel of the Organization;

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6. Sign all certificates, contracts, agreements, and other instruments duly authorized by the Board of Trustees or required in the regular course of official business; and

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7. Submit to the General Assembly and the Board of Trustees, during their respective meetings, a written comprehensive report on:

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- i. The activities and performance of the National Executive Council in implementing approved programs and policies;

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- ii. The financial condition of the Organization;

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- iii. The appropriations necessary for the succeeding two (2) fiscal years; and

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- iv. Such other matters of significant interest to the Organization.

2129

(b) National Executive Vice-President

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The National Executive Vice-President shall be the Chief Operating Officer of the Organization and, in the performance of such office, shall exercise the following powers and functions:

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1. To act as Presiding Officer of the meetings of the National Executive Council and as Chief Executive Officer during the absence or temporary incapacity of the National President, and to assume the office of National President in a permanent capacity in case of removal, permanent incapacity, or resignation of the National President, in accordance with these Bylaws;

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2. To supervise and coordinate the work and activities of all instrumentalities created by or operating under the control and supervision of the Board of Trustees;

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3. To supervise the work of all officers, except the National President, to ensure that all activities are aligned with and directed toward the effective implementation of the programs and policies of the General Assembly and the Board of Trustees;

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4. To supervise and control the operations of the National Administrative Office and its professional and administrative staff;

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5. To act as custodian of the Seal and Coat of Arms of the Organization and, for such purpose, to exercise plenary authority to perform all acts necessary to preserve their integrity and proper use;

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6. To serve as the internal and external relations officer of the Organization and, toward that end, to promote effective communication among officers, Administrative Regions, Sections, Chapters, and Associations, through the continuous improvement of official publications and other traditional and electronic communication platforms, and to coordinate with media organizations for the promotion of events and service projects; and

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7. To exercise such other powers and perform such other functions as may be delegated or assigned by the National President or the Board of Trustees.

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(c) National Vice-President for Alumni Affairs

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The National Vice-President for Alumni Affairs shall establish, oversee, and coordinate the implementation of the programs and policies of the General Assembly and the Board of Trustees insofar as they pertain to alumni members and alumni associations.

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In particular, the National Vice-President for Alumni Affairs shall:

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1. Preside over meetings of the National Executive Council and act as Chief Executive Officer during the absence or temporary incapacity of both the National President and the National Executive Vice-President, in accordance with the order of succession provided in these Bylaws;

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2170

2. Supervise and coordinate the work and activities of alumni associations, in conjunction with the Regional Directors, including:

2171

- i. the establishment of new alumni associations;

- 2172 ii. the recommendation of revival, suspension, or revocation of alumni
2173 associations; and
- 2174 iii. the recommendation of appropriate administrative sanctions
2175 against alumni members who violate these Bylaws or duly issued
2176 rules and regulations;
- 2177 3. Formulate and recommend policies, guidelines, rules, regulations, and
2178 procedures concerning alumni affairs for approval by the National Executive
2179 Council and/or the Board of Trustees, as may be appropriate;
- 2180 4. Promote, coordinate, and conduct, in collaboration with the Regional
2181 Directors, dialogues, conferences, short courses, seminars, and workshops
2182 on matters pertaining to alumni development, governance, and
2183 organizational strengthening; and
- 2184 5. Perform such other duties and exercise such other powers as may be
2185 delegated by the National President, the National Executive Council, or the
2186 Board of Trustees.

2187 **(d) National Vice-President for Fraternity Affairs**

2188 The National Vice-President for Fraternity Affairs shall establish, oversee, and
2189 coordinate the implementation of the programs and policies of the General
2190 Assembly and the Board of Trustees insofar as they pertain to fraternity collegiate
2191 chapters and members.

2192 In particular, the National Vice-President for Fraternity Affairs shall:

- 2193 1. Supervise and coordinate the work and activities of fraternity chapters, in
2194 conjunction with the Regional Directors, including:
 - 2195 i. the establishment of new chapters;
 - 2196 ii. the recommendation of revival, suspension, or revocation of
2197 chapters; and
 - 2198 iii. the recommendation of appropriate administrative sanctions
2199 against fraternity collegiate members who violate these Bylaws or
2200 duly issued rules and regulations;
- 2201 2. Formulate and recommend policies, guidelines, rules, regulations, and
2202 procedures concerning fraternity affairs for approval by the National
2203 Executive Council and/or the Board of Trustees;
- 2204 3. Promote, coordinate, and conduct, in collaboration with the Regional
2205 Directors, dialogues, conferences, short courses, seminars, and workshops
2206 relating to fraternity governance, recruitment, leadership development, and
2207 compliance;
- 2208 4. Enforce the policies and programs of the General Assembly and the Board
2209 of Trustees regarding recruitment, membership formation, training, and
2210 discipline of fraternity collegiate members; and
- 2211 5. Perform such other duties and exercise such other powers as may be
2212 delegated by the National President, the National Executive Council, or the
2213 Board of Trustees.

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(e) National Vice-President for Sorority Affairs

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The National Vice-President for Sorority Affairs shall establish, oversee, and coordinate the implementation of the programs and policies of the General Assembly and the Board of Trustees insofar as they pertain to sorority collegiate chapters and members.

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In particular, the National Vice-President for Sorority Affairs shall exercise the same general and specific powers, duties, and functions vested in the National Vice-President for Fraternity Affairs, applied correspondingly to sorority collegiate chapters and members.

2223

(f) Regional Director for Alumni

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The Regional Director for Alumni (RD) shall act as the Chief Executive Officer of the Administrative Region and shall exercise authority over regional affairs in accordance with these Bylaws and the policies of the General Assembly, the Board of Trustees, and the National Executive Council.

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In particular, the RD shall:

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1. Recommend the appointment of all appointive officers of the Regional Directorate, including members of committees attached thereto, subject to the approval of the National President and in accordance with the applicable policies and guidelines of the Organization;

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2. Attend all regular and special meetings of the National Executive Council, either personally or, when duly authorized and in accordance with these Bylaws, through an official representative;

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3. Enforce these Bylaws and all policies, directives, rules, regulations, and procedures issued by the General Assembly, the National Executive Council and the Board of Trustees;

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4. Implement and supervise all programs, projects, and activities approved by the General Assembly, the Board of Trustees, the National Executive Council, and the duly convened Regional Conference;

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5. Conduct regular meetings of the Regional Directorate, which shall be held at least once every quarter; and

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6. The RD shall ensure the timely submission and compliance of all BOUs within his or her jurisdiction with the reporting requirements prescribed by the Organization, and shall have the authority to require, monitor, and consolidate such reports for submission to the appropriate national bodies.

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In furtherance thereof, the RD shall:

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1. Ensure the submission of an Annual Compliance Report, to be submitted not later than twelve (12) weeks from the beginning of the fiscal year, in accordance with the program review procedures established by the Board of Trustees. The Annual Compliance Report shall include, at a minimum, the following:

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- a. RAPOR, reflecting the official roster of members and their respective classifications;

2256 b. Official Contact Information of the organizational unit and its
2257 officers; and

2258 c. Annual Financial Statement, covering the immediately preceding
2259 fiscal year.

2260 2. Require and oversee the submission of a Quarterly Development Report
2261 from each BOU within the region.

2262 The Quarterly Development Report shall contain a summary of the
2263 organizational unit's activities, programs, membership development,
2264 service initiatives, and financial updates for the preceding quarter,
2265 together with such additional information as may be prescribed under the
2266 applicable implementing rules.

2267 The report shall further include an updated RAPOR, indicating the current
2268 roster of members and their respective membership classifications.

2269 3. Review and evaluate the reports submitted, and, when necessary, issue
2270 appropriate directives or recommendations to ensure compliance with the
2271 standards, programs, and policies of the Organization.

2272 4. Submit consolidated regional reports or compliance assessments to the
2273 National Executive Council, the Board of Trustees, or such other bodies as
2274 may be authorized under these Bylaws or the implementing rules.

2275 The RD must have been duly elected by the alumni members of the Regional
2276 Conference within the Administrative Region, in accordance with applicable
2277 election rules.

2278 **(g) Regional Director for Collegiate**

2279 The Regional Director for Collegiate (RDC) shall serve as the principal officer
2280 responsible for the supervision, coordination, and development of collegiate
2281 chapters within his or her assigned Administrative Region, and shall perform the
2282 following duties and responsibilities:

2283 1. Enforce these Bylaws and all policies, directives, rules, regulations, and
2284 procedures issued by the General Assembly, the National Executive Council
2285 and the Board of Trustees, including the implementation and enforcement
2286 of the provisions of the existing Pledge Program and related issuances,
2287 within his or her jurisdiction;

2288 2. Recommend the appointment of the appropriate Section Chairs for
2289 Collegiate, with notification to the Regional Director of Alumni, subject to
2290 the approval of the National President, and oversee their performance in
2291 accordance with the programs and policies of the Organization;

2292 3. Attend all regular and special meetings of the National Executive Council,
2293 and actively participate in its deliberations, either personally or, when duly
2294 authorized and in accordance with these Bylaws, through an official
2295 representative;

2296 4. Attend the regular meetings of the Regional Directorate, which shall be
2297 held at least once every quarter, and participate in the coordination and
2298 implementation of regional plans and activities;

- 2299 5. Ensure compliance of collegiate chapters with all reportorial requirements,
2300 and coordinate with the RD to ensure that all required reports are
2301 submitted in a timely, complete, and accurate manner in accordance with
2302 the standards prescribed by the Organization;
- 2303 6. In partnership with the RD, implement and supervise all programs, projects,
2304 and activities approved by the General Assembly, the Board of Trustees, the
2305 National Executive Council, and the duly convened Regional Conference
2306 within the region;
- 2307 7. Assist in the monitoring, evaluation, and development of collegiate
2308 chapters, including membership growth, leadership development, and
2309 service initiatives within the region; and
- 2310 8. Perform such other duties and functions as may be assigned by the RD; the
2311 National Executive Council, the Board of Trustees, or as may be provided
2312 under these Bylaws or the implementing rules.

2313 The RDC must have been duly elected with the participation of the collegiate
2314 members of the Regional Conference within the Administrative Region, in
2315 accordance with the applicable election rules.

2316

2317 **Section 8. Rules of Succession for National Executive Council Officers.**

2318 **(a) Resignation**

2319 Any elective officer may resign by submitting a written resignation to the National
2320 President. The resignation shall take effect upon acceptance by the National
2321 President, unless a later effectivity date is specified therein.

2322 **(b) Vacancies**

2323 Except as otherwise provided in this Section, vacancies occurring among currently
2324 elected officers shall be filled by appointment of the National President, subject to
2325 the following conditions:

- 2326 1. The appointee must meet all eligibility requirements prescribed in these
2327 Bylaws; and
- 2328 2. The appointee shall serve only for the unexpired portion of the term of the
2329 predecessor.
2330

2331 **(c) Rules of Succession**

- 2332 1. In case of death, resignation, removal, or permanent incapacity of the
2333 National President, the National Executive Vice-President shall
2334 automatically assume the office of National President and serve for the
2335 unexpired portion of the term.
- 2336 2. In case of death, resignation, removal, succession in office, or permanent
2337 incapacity of the National Executive Vice-President, the National Vice
2338 President for Alumni shall automatically assume the office of National
2339 Executive Vice-President and shall serve for the unexpired portion of the
2340 term.

2341 3. In the event that the National President, the National Executive
2342 Vice-President, and the National Vice-President for Alumni are unable to
2343 serve by reason of death, resignation, removal, or permanent incapacity, the
2344 Board of Trustees shall designate an officer to assume the office of National
2345 President. The resulting vacancy or vacancies shall thereafter be filled by
2346 appointment of the new National President in accordance with paragraph
2347 (b) hereof.

2348 **(d) Succession to the Office of the Regional Director**

2349 Vacancies in the position of Regional Director shall automatically be filled by the
2350 Deputy Regional Director, who shall serve for the unexpired portion of the term,
2351 unless otherwise provided in these Bylaws.

2352 **(e) Emergency Authority**

2353 If, by reason of vacancy or vacancies, the remaining National Officers are unable to
2354 constitute a quorum and immediate action is required to prevent grave,
2355 substantial, and irreparable injury to the Organization, the National President may,
2356 temporarily designate from among the Members in Good Standing of the
2357 Organization a qualified member to act as National Officer solely for purposes of
2358 addressing the emergency.

2359 Such temporary designation shall:

- 2360 1. Be strictly limited to emergency action necessary to prevent the threatened
2361 injury;
- 2362 2. Not extend beyond the resolution of the emergency; and
- 2363 3. Automatically cease upon the election or appointment of a replacement
2364 Trustee in accordance with this Section.

2365 **(f) Determination of Quorum in Case of Vacancy**

2366 For purposes of determining a quorum in meetings of the National Executive
2367 Council, any vacancy shall not be counted in computing the number of National
2368 Officers constituting the National Executive Council, and the quorum shall be
2369 based on the number of Elective Officers actually in office at the time of the
2370 meeting, unless otherwise provided by law or these Bylaws.
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2374 **Section 9. Appointive Officers.**

2375 **(a) Appointment and Term of Office**

2376 The National President shall appoint, with the concurrence of the Board of
2377 Trustees, the National Treasurer, the National Legal Counsel, the National Executive
2378 Director, and the National Executive Council Secretary.

2379 Their terms of office shall be co-terminus with the appointing National President.

2380 At least three (3) months prior to the expiration of their term, they shall prepare
2381 and complete a comprehensive inventory and turnover report covering all
2382 documents, records, funds, properties, ongoing programs, and pending matters

2383 under their custody or supervision, for the purpose of ensuring an orderly and
2384 efficient transition to their successors.

2385 Upon the assumption of office by their respective successors, the outgoing officers
2386 shall relinquish all authority and responsibility pertaining to the office; provided,
2387 however, that they shall remain available, on a consultative basis, for a period not
2388 exceeding three (3) months thereafter, to respond to reasonable requests for
2389 clarification, information, or guidance necessary to facilitate the proper discharge
2390 of the functions of the office by their successors.

2391 **(b) Creation of Other Offices**

2392 The Board of Trustees may, upon recommendation of the National President,
2393 create such other appointive offices as may be necessary to assist the National
2394 Legal Counsel, the National Executive Director, the National Treasurer, and the
2395 National Executive Council Secretary, in the performance of their respective duties
2396 and functions, and may fix the corresponding compensation.

2397
2398 Provided, however, that any such creation of office shall be subject to confirmatory
2399 resolution by the General Assembly at its next regular session; and

2400
2401 Provided, finally, that in the absence of such confirmatory resolution, the office or
2402 offices so created shall automatically be dissolved without prejudice to
2403 compensation already earned for services rendered.
2404

2405 **Section 10. National Treasurer.**

2406 The National Treasurer shall be responsible for the financial administration, stewardship,
2407 and safeguarding of the funds and financial assets of the Organization, subject to the
2408 supervision of the National President and the oversight of the Board of Trustees.

2409 The National Treasurer shall be entitled to receive a monthly honorarium, the amount of
2410 which shall be determined and approved by the Board of Trustees, subject to applicable
2411 policies and the availability of funds.

2412 **(a) Qualifications**

2413 The National Treasurer must:

- 2414 1. Be an Active MIGS of the Organization;
- 2415 2. Possess a degree in finance, accounting, business administration, or any
2416 related financial management field, and have demonstrated competence
2417 and experience in such fields;
- 2418 3. Have proven integrity and fiduciary responsibility suitable for the
2419 management of organizational funds;
- 2420 4. Not have been convicted by final judgment of any offense involving fraud,
2421 dishonesty, or moral turpitude;
- 2422 5. Not be delinquent in any financial obligation owed to the Organization; and
- 2423 6. Meet such additional qualifications as may be prescribed by these Bylaws
2424 or by resolution of the Board of Trustees, consistent with these Bylaws.

2425

(b) Duties and Responsibilities

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The National Treasurer shall perform the duties and exercise the authority necessary for the efficient financial administration of the Organization.

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In particular, the National Treasurer shall:

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1. Identify, assess, and determine the priority areas, programs, and operational requirements of the Organization that necessitate funding support, taking into account strategic objectives and organizational needs; and prepare, propose, and submit to the National Executive Council after consultation with the other officers and constitutional bodies and commissions, the proposed budget for the succeeding two (2) fiscal years;

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2. Sign all checks and authorized financial instruments of the Organization and ensure that complete supporting documentation is attached thereto;

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3. Act as custodian of all funds and financial assets of the Organization, subject to proper internal controls and supervision;

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4. Issue notices and collect dues, assessments, and other receivables of the Organization, in coordination with the National Executive Director;

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5. Keep and maintain accurate books of account and financial records of the Organization in accordance with law and accepted accounting standards;

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6. Disburse and apply funds strictly in accordance with these Bylaws, approved budgets, and duly authorized resolutions of the Board of Trustees;

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7. Post, together with such other officers or signatories as may be designated by the Board of Trustees, a bond in such amount as may be determined by the Board of Trustees, but in no case less than Fifty Thousand Pesos (PhP 50,000.00), with such surety or sureties as it may require, within a period not exceeding three (3) months from the date of assumption of office;

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8. Submit and present to the Board of Trustees, during the regular meetings of the National Executive Council and the Board of Trustees, a quarterly financial report covering the financial statement, financial condition, operations, and transactions of the Organization for the preceding quarter; and render such other financial reports as may be required under these Bylaws or by the Board of Trustees;

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9. Coordinate with the External Auditor and financial oversight mechanisms of the Organization to ensure compliance with applicable financial policies, audit requirements, and accounting standards;

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10. To ensure the timely payment of all taxes, dues, regulatory fees, filing obligations, and other lawful financial liabilities of the Corporation, and to supervise the timely processing of payroll and authorized compensation of National Administrative Office staff, subject to approved budgets and internal financial controls; and

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11. Answer inquiries and correspondence relating to financial matters from members and other persons, firms, or entities, pursuant to authority granted by the Board of Trustees.

2467

2468 **Section 11. National Legal Counsel.**

2469

2470 The National Legal Counsel shall serve as the principal legal adviser of the Organization,
2471 providing legal guidance to the Board of Trustees, National Officers, and organizational
2472 units on matters involving governance, compliance, contracts, disputes, and interpretation
2473 of the Articles of Incorporation, these Bylaws, and other organizational policies.

2474

2475 Legal Counsels for Luzon, Visayas, and Mindanao shall be appointed by the National
2476 President, subject to confirmation by the Board of Trustees, and shall be under the
2477 supervision and direction of the National Legal Counsel. They shall assist in the discharge
2478 of legal functions within their respective jurisdictions, in accordance with these Bylaws
2479 and such implementing rules as may be prescribed.

2480

2481 In the performance of his or her duties, the National Legal Counsel shall be entitled to
2482 reimbursement of all reasonable and necessary expenses incurred in connection with the
2483 discharge of the functions of the office, including but not limited to appearance fees, filing
2484 fees, court costs, and other related legal and administrative expenses, subject to
2485 applicable policies and the approval requirements prescribed by the Board of Trustees.

2486

(a) Qualifications

2487

The Legal Counsels must:

2488

1. Be members in good standing of the Organization;

2489

2. Be members of the Philippine Bar in good standing;

2490

2491

3. Have been engaged in the practice of law for at least five (5) years
immediately preceding appointment;

2492

2493

4. Possess demonstrated competence in corporate governance, litigation,
regulatory compliance, or organizational law;

2494

2495

5. Not have been convicted by final judgment of any offense involving fraud,
dishonesty, or moral turpitude; and

2496

2497

6. Meet such additional qualifications as may be prescribed by these Bylaws
or by resolution of the Board of Trustees, consistent with these Bylaws.

2498

(b) Duties and Responsibilities

2499

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2501

The National Legal Counsel shall perform the following major functions, duties,
and responsibilities:

2502

2503

2504

1. Evaluate, address, and render legal advice on issues affecting the
Organization and its BOUs, except matters falling within the exclusive
jurisdiction of the COME, the COMELEC, and the NGAA;

2505

2506

2507

2. Keep abreast of significant laws, regulations, and jurisprudence affecting
the Organization and its BOUs, with the objective of reducing, mitigating,
or eliminating legal risks;

2508

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2510

3. Provide accurate, timely, and reliable legal opinions and advisory services to
the National President and the Chairperson of the Board of Trustees on
matters referred for review;

- 2511 4. Submit, when requested by the National President or the Chairperson of
 2512 the Board of Trustees, written or oral reports on the status of legal issues
 2513 and concerns affecting the Organization and its BOUs;
- 2514 5. Prepare and submit formal legal opinions on matters that may materially
 2515 affect the Organization, its officers, its members, or its assets;
- 2516 6. Represent the Organization, when duly authorized by the Board of Trustees,
 2517 in judicial, quasi-judicial, administrative, or regulatory proceedings, or
 2518 coordinate with external counsel engaged for such purpose;
- 2519 7. Responsible for the protection, registration, enforcement, and
 2520 management of the intellectual property rights of the Organization,
 2521 including but not limited to trademarks, service marks, copyrights, and
 2522 other proprietary rights, and shall coordinate with the Intellectual Property
 2523 Office of the Philippines (IPO) for the proper registration, maintenance, and
 2524 enforcement thereof;
- 2525 8. Liaise with, collaborate with, and render legal assistance to the COME, the
 2526 COMELEC, and the Grievance and Adjudicatory Authority, when requested
 2527 and without encroaching upon their jurisdiction; and
- 2528 9. Perform such other legal functions as may be assigned by the National
 2529 President or the Board of Trustees, consistent with these Bylaws.
- 2530

2531 **Section 12. National Executive Director.**

2532
 2533 The National Executive Director shall serve as the Chief Administrative Officer of the
 2534 Organization, responsible for the day-to-day management, coordination, and
 2535 implementation of the policies, programs, and directives of the Board of Trustees and the
 2536 National Executive Council, and for the supervision of the national administrative
 2537 operations of the Organization.

2538 The National Executive Director shall receive such remuneration as may be fixed by the
 2539 Board of Trustees upon recommendation of the National President.

2540 **(a) Qualifications**

2541 The National Executive Director must:

- 2542 1. Be an Active MIGS of the Organization;
- 2543 2. Possess demonstrable competence in organizational management,
 2544 administration, finance, governance, or related fields;
- 2545 3. Have at least three (3) years of relevant managerial, administrative, or
 2546 executive experience, including experience in corporate operations and
 2547 stakeholder relations or service delivery;
- 2548 4. Possess integrity, administrative capability, and familiarity with the structure
 2549 and operations of the Organization;
- 2550 5. Not have been convicted by final judgment of any offense involving fraud,
 2551 dishonesty, or moral turpitude; and

2552 6. Meet such additional qualifications as may be prescribed by these Bylaws
2553 or by resolution of the Board of Trustees, consistent with these Bylaws.

2554 **(b) Duties and Responsibilities**

2555 In addition to such duties as may be delegated or assigned by the National
2556 President, the National Executive Director shall:

- 2557 1. Be responsible for the efficient operation and administration of the National
2558 Office, including the oversight, supervision, and management of the
2559 actions and performance of National Administrative Office (NAO) staff, and
2560 ensure that such staff act within the scope of their authority and in
2561 compliance with these Bylaws, policies, and applicable laws, subject to
2562 appropriate administrative accountability and supervisory responsibility;
- 2563 2. Submit, in coordination with the National Treasurer and the COME, and
2564 through official means of communication, to the General Assembly
2565 Secretariat and the COMELEC, the certified list of members and BOUs in
2566 good standing as of sixty (60) calendar days prior to the General Assembly;
- 2567 3. Serve as the custodian of all documentation relating to the activities of the
2568 Organization, and be responsible for the compilation, collation, safekeeping,
2569 and institutional preservation thereof, including the maintenance and
2570 preservation of electronic and digital copies of such records, as well as the
2571 management, control, and safekeeping of the Organization's digital assets
2572 and accounts; and institute policies and systems to ensure proper
2573 documentation and records management, in both physical and electronic
2574 form, at the regional and sectional levels;
- 2575 4. Maintain official records of the Organization and ensure compliance with
2576 statutory and regulatory reporting requirements;
- 2577 5. Ensure the proper coordination, preparation, and administrative and
2578 logistical support for the regular and special meetings of the National
2579 Executive Council and the Board of Trustees;
- 2580 6. Issue certified true copies of official records and documents of the
2581 Organization; and
- 2582 7. Perform such other functions as may be assigned by the National President
2583 or the Board of Trustees, consistent with these Bylaws, which shall be
2584 adjunct to and in furtherance of the functions of the office.

2585

2586 **Section 13. National Executive Council Secretary.**

2587

2588 The National Executive Council Secretary shall serve as the principal administrative and
2589 secretariat officer of the National Executive Council, providing coordination, records
2590 management, and executive support to the National Executive Council, the National
2591 President, and its members on matters involving meetings, documentation,
2592 implementation tracking, internal communications, and the orderly administration of
2593 executive functions under these Bylaws and other organizational policies.

2594

2595 The National Executive Council Secretary shall be distinct from, and shall not exercise the
2596 statutory, corporate, or board-level functions vested in the Corporate Secretary under
2597 these Bylaws and applicable laws.

2598 **(a) Qualifications**

2599 The National Executive Council Secretary must:
2600

- 2601 1. Be an Active MIGS at the time of appointment and throughout the tenure
2602 of office;
- 2603 2. Possess demonstrable competence in administration, records
2604 management, governance support, or organizational operations;
- 2605 3. Have the ability to prepare accurate minutes, reports, correspondence, and
2606 official records;
- 2607 4. Possess good moral character and no pending final disciplinary sanction
2608 involving dishonesty or grave misconduct; and
- 2609 5. Possess such other qualifications as may be prescribed by the National
2610 President or the National Executive Council consistent with these Bylaws.

2611 **(b) Duties and Responsibilities**

- 2612 1. Prepare notices of meetings of the National Executive Council upon
2613 authority of the National President;
2614
- 2615 2. Attend meetings of the National Executive Council and prepare, maintain,
2616 and safekeep minutes, attendance records, and official action logs of the
2617 Council;
- 2618 3. Maintain an organized repository of National Executive Council issuances,
2619 operational directives, plans, reports, and non-board executive records;
- 2620 4. Monitor action items, deadlines, and implementation commitments arising
2621 from meetings of the National Executive Council, and provide status
2622 updates to the National President and the Council;
- 2623 5. Prepare official communications, transmittals, and administrative
2624 correspondences of the National Executive Council, subject to appropriate
2625 approvals;
- 2626 6. Assist in the preparation of agendas, briefing materials, executive reports,
2627 and annual operational summaries of the National Executive Council; and
- 2628 7. Perform such other administrative and secretariat functions as may be
2629 assigned by the National President, provided that the same are not
2630 inconsistent with these Bylaws.

2631

2632 **Section 14. Accountability of Officers.**

2633 All officers serve under the pleasure of, and are accountable to, the membership. They
2634 shall discharge their duties with fidelity, responsibility, integrity, loyalty, and efficiency.
2635 Breach of trust, gross misconduct, dishonesty, malfeasance, misfeasance, culpable
2636 violation of these Bylaws, or negligence in the performance of official duties shall render
2637 them liable to removal from office in accordance with the procedures set forth herein.

2638 **(a) Removal of Elective Officers for Cause**

2639 Any elective officer may be removed from office for cause, upon a finding of any of
2640 the following grounds:

- 2641 1. Gross misconduct;
- 2642 2. Dishonesty;
- 2643 3. Malfeasance, misfeasance, or nonfeasance in office;
- 2644 4. Culpable violation of these Bylaws or duly adopted rules and policies of the
2645 Organization; or
- 2646 5. Such other analogous acts or omissions that render the officer unfit to
2647 continue in office, consistent with the standards of integrity and
2648 accountability required under these Bylaws.

2649 Any MIGS may file a verified complaint for removal for cause.

2650 Upon receipt of the complaint, the NGAA shall conduct proceedings in accordance
2651 with these Bylaws and its duly promulgated rules. After due notice and hearing,
2652 and upon evaluation of the evidence, the NGAA shall either dismiss the complaint
2653 or recommend removal for cause.

2654 In case removal is recommended, the matter shall be referred to the Board of
2655 Trustees for final determination and disposition. The respondent officer may be
2656 placed under preventive suspension pending final resolution, upon such terms as
2657 may be determined in accordance with these Bylaws; and the duties of the
2658 respondent officer shall be performed by the officer next in the line of succession
2659 or by a person designated by the Board of Trustees. The Board of Trustees shall
2660 hear the charges and render judgment based on the records of the case.

2661 Removal from office shall require a two-thirds (2/3) vote of all members of the
2662 Board of Trustees. In the event that the Board of Trustees does not concur with the
2663 recommendation of the NGAA, such recommendation may be rejected or
2664 modified by a majority vote of all members of the Board of Trustees.

2665 **(b) Removal of Appointive Officers**

2666 Appointive officers may be removed by the appointing authority for just cause,
2667 subject to observance of due process as prescribed under these Bylaws and
2668 applicable rules.

2669 Grounds for removal shall include, but shall not be limited to:
2670

- 2671 1. Gross misconduct;
- 2672 2. Dishonesty;
- 2673 3. Malfeasance or misfeasance in office;
- 2674 4. Culpable violation of these Bylaws;
- 2675 5. Negligence in the performance of official duties; and
- 2676 6. Loss of trust and confidence of the appointing authority, provided that such
2677 loss is based on substantial grounds and is not arbitrary, capricious, or in
2678 bad faith.

2679 No removal shall be effected without prior written notice of the charges,
2680 reasonable opportunity to respond, and a determination supported by substantial
2681 evidence.

2682
2683
2684

ARTICLE VII ADMINISTRATIVE REGIONS

2685 Section 1. Nature.

2686

2687 An Administrative Region is a defined geographical and organizational unit established
2688 for purposes of decentralized administration, local governance, and program
2689 implementation within the Organization. Each Administrative Region shall consist of
2690 Sections as may be determined by these Bylaws.

2691

2692 For Administrative Regions within the Philippines, regional boundaries shall, as far as
2693 practicable, correspond to the official administrative regions of the Republic of the
2694 Philippines.

2695

2696 Foreign-based Administrative Regions shall be constituted and delineated in accordance
2697 with Section 6 of this Article.

2698

2699 Section 2. Powers and Functions of the Administrative Region.

2700

2701 Subject to these Bylaws and duly promulgated national policies, each Administrative
2702 Region shall have the following powers and functions:

2703

2704 (a) To organize, through the Regional Directorate, such administrative structure as
2705 may be necessary for the effective discharge of its functions, provided that the
2706 same is not inconsistent with these Bylaws;

2707 (b) To generate revenues through the Regional Conference and to impose
2708 reasonable fees and assessments within the Region, subject to the limitations
2709 prescribed by these Bylaws and policies promulgated by the General Assembly
2710 and/or the Board of Trustees;

2711 (c) To receive such percentage share, as may be determined by the Board of
2712 Trustees, from identification (ID) assessments of members within the Region,
2713 whether for new applications or renewals; provided, that only registrations,
2714 renewals, or applications generated, endorsed, facilitated, processed, or
2715 substantially undertaken through the efforts of the Administrative Region in
2716 accordance with national procedures shall be entitled to the corresponding
2717 regional share; provided, further, that for collegiate members, the
2718 corresponding share shall accrue to the Administrative Region where the
2719 collegiate chapter of the member is located when such transaction is coursed
2720 through or assisted by the Region; and provided, finally, that for alumni
2721 members, the corresponding share shall be credited to the Administrative
2722 Region where the Alumni Association declared by the member in the renewal
2723 or new ID application form is located, provided such transaction was similarly
2724 generated, endorsed, facilitated, processed, or substantially undertaken
2725 through the efforts of the Region, subject to existing national policies and
2726 accounting procedures.

2727 (d) To formulate and adopt, through the Regional Conference, policies and
2728 programs of regional application consistent with national policies;

2729 (e) To coordinate, supervise, and implement, through the Regional Directorate,
2730 programs and projects of both national and regional application; and

2731 (f) To exercise such other powers and perform such other duties as may be
2732 lawfully delegated by the General Assembly and/or the Board of Trustees.

2733 **Section 3. Regional Directorate.**

2734 **(a) Executive Authority**

2735 The executive authority of the Administrative Region shall be vested in the
2736 Regional Directorate.

2737
2738 In Administrative Regions within the Philippines, the Regional Directorate shall be
2739 composed of:

- 2740 1. The Regional Director for Alumni (RD);
- 2741
- 2742 2. The Regional Director for Collegiate (RDC);
- 2743
- 2744 3. The Deputy Regional Director(s) for Alumni and Collegiate; and
- 2745 4. The duly elected Section Chairpersons for Alumni and Collegiate within the Region.

2746
2747 The RD shall serve as the Chief Executive Officer of the Administrative Region and
2748 shall exercise overall executive authority and supervision over regional affairs in
2749 accordance with these Bylaws and the policies promulgated by the General
2750 Assembly, the Board of Trustees, and the National Executive Council.

2751
2752 The RDC shall exercise direct supervision and coordination over collegiate chapters
2753 and collegiate-related programs within the Region, including the implementation
2754 and enforcement of the provisions of the existing Pledge Program and related
2755 issuances, within his or her jurisdiction, and shall assist the RD in the
2756 implementation of regional policies and initiatives.

2757
2758 All regional executive actions shall be subject to the administrative authority and
2759 control of the RD.

2760 **(b) Eligibility and Qualifications**

- 2761 1. Regional Directorate - Alumni

2762 The Regional Directorate - Alumni shall be Active Members in Good
2763 Standing at the time of election and must have maintained such status for
2764 at least two (2) Development Years immediately preceding the election. An
2765 Officer shall continue to maintain Active MIGS status throughout the entire
2766 term of office and must possess all the qualifications and none of the
2767 disqualifications prescribed by these Bylaws or by applicable rules.

- 2768 2. Regional Directorate - Collegiate

2769 The Regional Directorate - Collegiate must be duly enrolled students in a
2770 higher education institution at the time of filing of candidacy and shall
2771 maintain a valid collegiate membership identification card throughout
2772 their entire term of office.

2773

2774 Furthermore, where an endorsement by a BOU is required, the endorsing BOU
2775 must have maintained Good Standing status for at least two (2) Development
2776 Years immediately preceding the issuance of such written endorsement.

2777 **(c) Election**

2778 The Regional Director for Collegiate shall be elected by direct vote of the duly
2779 registered collegiate MIGS within the Region during the Regional Conference. The
2780 Regional Director for Alumni shall be elected by direct vote of the duly registered
2781 alumni, Life Member, and Council of Elders MIGS within the Region during the
2782 Regional Conference. Such elections shall be conducted in accordance with these
2783 Bylaws and the election rules and procedures promulgated by the COMELEC.

2784 Any candidate who duly contested for the office of Regional Director and was not
2785 elected shall be ineligible to run for, be nominated to, or be elected to any elective
2786 position in the immediately succeeding General Assembly elections following such
2787 Regional Conference.

2788 **(d) Certificate of Candidacy**

2789 Any member seeking election to a Regional office shall file a duly accomplished
2790 Certificate of Candidacy with the appropriate Regional election authority at least
2791 one (1) month prior to the convening of the Regional Conference.

2792 The Certificate of Candidacy shall:

- 2793 1. Clearly specify the exact position sought;
- 2794 2. Indicate the constituency represented, where applicable; and
- 2795 3. Contain such other information as may be required under these Bylaws and
2796 the election rules.

2797 A candidate shall not run for any office other than that stated in the filed Certificate
2798 of Candidacy. The filing of a subsequent Certificate for a different position shall
2799 automatically constitute withdrawal of the earlier candidacy. Each candidate shall
2800 likewise submit a certification issued by the APO Academy attesting that he or she
2801 has satisfactorily completed the officers' training curriculum, as may be required
2802 under applicable policies.

2803 **(e) Oath and Term of Office**

2804 All duly elected Regional Officers shall take their oath of office prior to the
2805 assumption of office. The elected Regional Officer may opt to take his/her oath of
2806 office before the National President, or before any officer authorized by the
2807 National President.

2808 Regional elective officials shall serve for a term of two (2) years commencing on the
2809 first (1st) day of July immediately following their election, and shall hold office until
2810 their respective successors shall have been duly elected and qualified, unless
2811 sooner removed from office in accordance with these Bylaws.

2812 **(f) Vacancy and Rules of Succession**

2813 In case of death, resignation, removal, or permanent incapacity of the RD or RDC,
2814 the corresponding Deputy Regional Director for Alumni or Collegiate, as the case
2815 may be, shall automatically assume the office of Regional Director and shall serve
2816 for the unexpired portion of the term.

2817 In the event that the Regional Director and the corresponding Deputy Regional
2818 Director are both unable to serve by reason of death, resignation, removal, or
2819 permanent incapacity, the National President shall designate an officer who shall
2820 perform the functions of the office of Regional Director in a temporary capacity
2821 until a successor shall have been duly elected in accordance with these Bylaws or
2822 such applicable rules as may be prescribed and shall serve for the unexpired
2823 portion of the term.

2824 **Section 4. Regional Conference.**

2825 **(a) Policy Authority**

2826 The Regional Conference shall be the policy-making body of the Administrative
2827 Region and shall be composed of duly registered belonging to the collegiate,
2828 alumni, Life Members, and Council of Elders within the Region, as recognized
2829 under these Bylaws.

2830 **(b) Registration Requirement**

2831 All MIGS intending to participate in the Regional Conference shall register within
2832 the period and in the manner prescribed by the National Administrative Office.

2833 **(c) Voting Rights**

2834 Each duly registered MIGS shall be entitled to one (1) vote on all matters properly
2835 submitted to the Regional Conference, including elections, ratifications,
2836 resolutions, amendments, and other matters requiring action by the Regional
2837 Conference.

2838 **(d) Personal Exercise of Voting Rights**

2839 Voting rights under this Section shall be exercised personally by the MIGS
2840 concerned. No proxy voting, delegation of voting rights, substitution, or
2841 representative voting shall be permitted.

2842 **(e) Meetings**

2843 The Regional Conference shall convene annually at such date and time as may be
2844 determined by the Regional Directorate, and in any case shall be held not later
2845 than three (3) months prior to the convening of the General Assembly. Meetings
2846 may be conducted in person or through remote communication or other
2847 electronic means as permitted by law, provided that all participating members can
2848 simultaneously hear and communicate with one another.

2849 Failure of the Regional Directorate to call and conduct the Regional Conference
2850 without just cause within the prescribed period may constitute grounds for
2851 disciplinary action, subject to due process.

2852

(f) Notice

2853

Written notice of the Regional Conference shall be given to all duly registered MIGS from the collegiate, alumni, Life Members, and Council of Elders within the Region at least fifteen (15) calendar days prior to the scheduled date of the meeting.

2854

2855

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The notice shall specify the date, time, and venue of the meeting and shall state the agenda or matters to be taken up. No business shall be transacted at any Regional Conference other than those specifically stated in the notice.

2859

2860

2861

2862

Notice may be served personally, by electronic mail, or through such other reasonable means as may be authorized by the Regional Directorate and applicable law.

2863

2864

2865

(g) Powers of the Regional Conference

2866

The Regional Conference shall exercise the following powers:

2867

1. Assessment and Fees. Fix and approve the registration fees, assessments, and other authorized charges in relation to the conduct of the Regional Conference. All such fees shall be reasonable, equitable, and properly disseminated through official channels;

2868

2869

2870

2871

2. Ratification and Oversight. Ratify, confirm, or disapprove the official acts, resolutions, and programs of the Regional Directorate undertaken during the preceding fiscal or Development Year, insofar as such acts are subject to ratification under these Bylaws or applicable law;

2872

2873

2874

2875

3. Electoral Authority. Elect the members of the Regional Directorate in accordance with the duly adopted election rules.

2876

2877

4. Venue Determination. Approve the site of the next session of the Regional Conference under such criteria as it may establish.

2878

2879

5. Residual Authority. Transact such other business as may properly come before it, provided that such matters do not encroach upon powers expressly vested in other organs of the Organization under these Bylaws.

2880

2881

2882 Section 5. Sections.

2883

(a) Nature

2884

Sections are defined geographical subdivisions within an Administrative Region established to facilitate administration, coordination of activities, conferences, training, formation of new chapters or associations, and related functions.

2885

2886

2887

(b) Creation and Modification

2888

Sections may be created, merged, divided, abolished, or substantially altered in cases where circumstances of time, place, or applicable law so require; provided, that no such action shall take effect except by action of the Board of Trustees, upon recommendation of the National President.

2889

2890

2891

2892 **(c) Section Leadership**

2893 Each Collegiate Section shall be headed by a Section Chair for Collegiate elected by
2894 the duly registered collegiate MIGS within the Region during the Regional
2895 Conference. Each Alumni Section shall be headed by a Section Chair for Alumni
2896 elected by the duly registered alumni, Life Members, and Council of Elders MIGS
2897 within the Region during the Regional Conference. Such elections shall be
2898 conducted in accordance with these Bylaws and the election rules and procedures
2899 promulgated by the COMELEC.

2900 In Administrative Regions within the Philippines, there shall be two (2) Section
2901 Chairs in each Section, one representing alumni and one representing collegiate
2902 members, serving concurrently.

2903 **Section 6. Foreign-Based Administrative Regions.**

2904 Foreign-based Administrative Regions shall be organized and governed in accordance
2905 with these Bylaws and such rules and regulations as may be promulgated by the Board of
2906 Trustees.

2907 These shall include, but not be limited to:

- 2908 1. Administrative Region of North America (ARNA);
- 2909 2. Administrative Region of Asia (ARA);
- 2910 3. Administrative Region of the Pacific (ARP);
- 2911 4. Administrative Region of the Middle East (ARME); and
- 2912 5. Administrative Region of Europe (ARE).

2913 The internal structuring and delineation of Sections within such Regions shall be
2914 determined by the Board of Trustees.

2915 **(a) Structure**

2916 Each Foreign-Based Administrative Region shall be governed by a Regional
2917 Directorate, which shall be composed of:

- 2918 1. The Regional Director;
- 2919 2. Deputy Regional Director(s);
- 2920 3. Section Chairs.

2921 and such other officers or positions as may be created by the Regional Directorate,
2922 as may be necessary for the effective administration and operation of the Region.

2923 The composition, qualifications, and functions of the Regional Directorate shall be
2924 consistent with these Bylaws and such implementing rules as may be prescribed.

2925 **(b) Powers and Functions**

2926 Foreign-Based Administrative Regions shall exercise such powers and functions as
2927 may be delegated under these Bylaws, including:

- 2928 1. The coordination, supervision, and implementation of programs and
2929 activities within their respective jurisdictions;
- 2930 2. The promotion of membership development, alumni engagement, and
2931 organizational growth;
- 2932 3. The conduct of Regional Conferences and other authorized assemblies; and
- 2933 4. The submission of reports and compliance with national policies and
2934 directives.

2935 The National President exercises supervision over all Foreign-Based Administrative
2936 Regions.

2937 **(c) Governance and Compliance**

2938 Foreign-Based Administrative Regions shall operate in compliance with:

- 2939 1. These Bylaws;
- 2940 2. Applicable laws and regulations of the jurisdictions in which they operate;
2941 and
- 2942 3. Policies, directives, and issuances of the General Assembly and the National
2943 President.

2944 In case of conflict between applicable local laws and these Bylaws, the
2945 Organization shall comply with such local laws to the extent necessary, provided
2946 that such compliance shall not materially prejudice or adversely affect the rights,
2947 interests, or governance of the Organization.

2948 **(d) Limitations**

2949 Foreign-Based Administrative Regions shall not exercise powers or undertake
2950 activities that are reserved to the General Assembly, the Board of Trustees, or
2951 National Officers under these Bylaws.

2952 They shall likewise be subject to such fiscal, administrative, and operational
2953 limitations as may be prescribed by these Bylaws.

2954 **(e) Reports and Accountability**

2955 Each Foreign-Based Administrative Region shall submit such periodic reports,
2956 including membership, financial, and program reports, as may be required under
2957 these Bylaws or by the National President.

2958 The Regional Directorate shall be accountable for ensuring compliance with all
2959 reportorial and regulatory requirements; provided, that failure, without justifiable
2960 cause, to submit such required reports within the prescribed period may subject
2961 the concerned Administrative Region and its responsible officers to such
2962 administrative sanctions or corrective measures as may be imposed by the
2963 National President in accordance with these Bylaws and applicable rules.

2964
2965

ARTICLE VIII INDEPENDENT COMMISSIONS

2966 Section 1. Common Provisions.

2967 (a) Nature and Independence

2968 The foregoing Commissions shall function as independent bodies in the discharge
2969 of their respective mandates and shall perform their functions free from
2970 interference, control, or undue influence by any officer or body of the Organization,
2971 subject only to the supremacy of these Bylaws.

2972 Each Commission shall exercise only such powers as are expressly granted under
2973 these Bylaws or necessarily implied therefrom, and shall act within the scope of its
2974 respective mandate.

2975 (b) Creation

2976 There are hereby constituted the following independent commissions of the
2977 Organization:

- 2978 a. The National Grievance and Adjudicatory Authority (NGAA);
- 2979 b. The Commission on Membership (COME);
- 2980 c. The Commission on Elections (COMELEC); and
- 2981 d. The Commission on Audit (COA).

2982
2983 No other commission or body exercising functions similar to those enumerated
2984 above shall be deemed created except through an express amendment of these
2985 Bylaws.

2986
2987 Members of the Independent Commissions shall be appointed by the National
2988 President and confirmed by the Board of Trustees.

2990 (c) Composition and Term of Office

2991 1. Each Independent Commission created under these Bylaws shall be
2992 composed of one (1) Chairperson and four (4) Commissioners.

2993 2. The Chairperson shall serve for a term of four (4) years, unless otherwise
2994 resigned, removed from office, or incapacitated. For purposes of
2995 establishing staggered terms upon the initial constitution of a Commission,
2996 the Commissioners shall serve as follows:

- 2997 a. Two (2) Commissioners shall serve for a term of three (3) years; and
- 2998 b. Two (2) Commissioners shall serve for a term of two (2) years.

2999 Thereafter, all succeeding appointments of Commissioners shall be
3000 for a full term of four (4) years, unless otherwise resigned, removed
3001 from office, or incapacitated, in order to maintain continuity and
3002 staggered rotation within the Commission.

3003

- 3004 3. Any vacancy occurring before the expiration of the term shall be filled only
3005 for the unexpired portion of the predecessor's term.
- 3006 4. Members of the Independent Commissions may be removed only for just
3007 cause and subject to due process in accordance with these Bylaws.

3008 **(d) General Qualifications**

3009 Members of Independent Commissions must:

- 3010 1. Be Active MIGS of the Organization; and
- 3011
- 3012 2. Not have been convicted by final judgment of any offense involving fraud,
3013 dishonesty, or moral turpitude.

3014 No member of any Independent Commissions shall concurrently hold any elective
3015 or appointive national or regional position.

3016 **(e) Rule-Making Authority**

3017 Each Independent Commission created under these Bylaws shall have the
3018 authority to promulgate such rules, regulations, and procedural guidelines as may
3019 be necessary to carry out its respective mandate, subject to review by the Board of
3020 Trustees solely for the purpose of determining consistency with these Bylaws.

3021 Rules duly promulgated under this Section shall take effect fifteen (15) calendar
3022 days after publication through official organizational channels, unless a different
3023 effectivity period is expressly provided in such rules.

3024 **(f) Fiscal Autonomy**

3025 Each Independent Commission created under these Bylaws shall enjoy fiscal
3026 autonomy necessary for the efficient and prompt performance of its functions.

3027 Accordingly:

- 3028 1. Each Commission shall prepare and submit its proposed annual budget to
3029 the Board of Trustees;
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- 3032 2. Upon approval by the Board of Trustees, the corresponding appropriations
3033 shall be automatically released to the Commission in accordance with the
3034 timetable of releases specified in the approved budget;
- 3035
- 3036 3. Each Commission shall have the authority to impose and collect reasonable
3037 fees, charges, and necessary expenses incidental to the exercise of its
3038 mandate, as may be authorized under these Bylaws or by duly
3039 promulgated rules; provided, that all amounts so collected by the
3040 Commissions shall be remitted and deposited into the official bank account
3041 of Alpha Phi Omega Philippines, as designated by the Board of Trustees;
and
- 3042 4. All funds and expenditures of the Independent Commissions shall be
3043 subject to audit by the Commission on Audit (COA) in accordance with
3044 these Bylaws and applicable financial policies.

3045

3046 **(g) Incidental Authority**

3047 Each Independent Commission created under these Bylaws shall possess such
3048 inherent and incidental powers as are reasonably necessary to effectively perform
3049 and discharge its functions, provided that the exercise of such powers is not
3050 inconsistent with these Bylaws or with duly adopted national policies of the
3051 Organization.
3052

3053 **Section 2. National Grievance and Adjudicatory Authority.**

3054 **(a) Nature**

3055 The National Grievance and Adjudicatory Authority (NGAA) shall be an
3056 Independent Commission of the Organization vested with quasi-judicial authority
3057 over disputes, grievances, disciplinary complaints, and controversies involving
3058 members, officers, and BOUs, in accordance with these Bylaws and the duly
3059 promulgated rules of procedure.

3060 Proceedings before the NGAA shall be summary in nature and shall not be bound
3061 by strict technical rules of procedure, provided that the fundamental requirements
3062 of administrative due process are observed.

3063 The NGAA shall sit En Banc in the adjudication of cases within its jurisdiction.

3064 **(b) Additional Qualifications**

3065 The NGAA shall be headed by an Adjudicator General, who shall serve as the Chief
3066 Hearing Officer and shall oversee all hearings and proceedings under the NGAA's
3067 jurisdiction.

3068 In addition to the general qualifications provided under these Bylaws:

- 3069 1. The Adjudicator General shall, at the time of appointment and throughout his or
3070 her tenure, be either (a) a member of the Philippine Bar in good standing; (b) a
3071 holder of a Juris Doctor degree or its equivalent; or (c) a person possessing
3072 demonstrable competence, experience, or expertise in law, adjudication,
3073 arbitration, mediation, dispute resolution, governance, or allied fields relevant to
3074 the functions of the office; and
- 3075 2. The Associate Adjudicators may be holders of a Juris Doctor degree or its
3076 equivalent at the time of appointment, or persons possessing demonstrable
3077 competence, experience or expertise in law, adjudication, arbitration, mediation,
3078 dispute resolution, governance, or allied fields relevant to the functions of the
3079 office.

3080 **(c) Jurisdiction**

- 3081 1. Original and Exclusive Jurisdiction over:
- 3082 a. All disputes and controversies involving demandable and
3083 enforceable rights under these Bylaws:
- 3084 b. Interpretation of the provisions of these Bylaws, including in cases of
3085 conflict, ambiguity, or dispute in their application, and the allocation
3086 of powers set forth therein;

- 3087 c. Validity of contracts, agreements, or transactions entered into by any
3088 officer of the Organization;
- 3089 d. Validity of policies or regulations promulgated by the Board of
3090 Trustees;
- 3091 e. Violations of duly adopted national policies, including the Brand
3092 Guide of the Organization and APO Internet Code of Conduct, where
3093 such violations do not involve membership legitimacy falling within
3094 the jurisdiction of the COME;
- 3095 f. Controversies involving BOUs located in different Administrative
3096 Regions; and
- 3097 g. Complaints against any member of the Board of Trustees and any
3098 elective or appointive members of the National Executive Council.

3099 Provided, that election-related cases and membership legitimacy issues
3100 shall remain within the exclusive jurisdiction of the COMELEC and the
3101 COME, respectively.

3102 2. Appellate Jurisdiction:

3103 The NGAA shall exercise appellate jurisdiction to review, revise, reverse,
3104 modify, or affirm the decisions, judgments, orders, and resolutions of the
3105 Regional Grievance and Adjudicatory Councils (RGACs).

3106 **(d) Powers and Duties**

3107 The NGAA shall:

- 3108 1. Promulgate uniform Rules of Procedure governing all Grievance and
3109 Adjudicatory bodies, which shall not diminish, increase, or modify
3110 substantive rights of members
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- 3112 2. Hear and resolve cases within its jurisdiction;
- 3113 3. Issue compulsory processes necessary to enforce its lawful orders;
- 3114 4. Impose preventive suspension, where warranted and in accordance with
3115 due process and applicable rules, in order to preserve the integrity of the
3116 proceedings or prevent undue interference therewith; and
- 3117 5. Ensure observance of due process in all proceedings.

3118 **(e) Decisions**

3119 Decisions of the NGAA shall be rendered by the affirmative vote of a majority of all
3120 its members sitting En Banc, reduced into writing, and shall clearly state the issues,
3121 findings of fact, applicable provisions of these Bylaws, and the dispositive portion.

3122 Any member shall inhibit himself or herself where there exists conflict of interest or
3123 direct personal involvement in the controversy.

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(f) Motion for Reconsideration, Appeal and Finality

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Only one (1) Motion for Reconsideration shall be allowed. Such Motion must be filed within fifteen (15) calendar days from receipt of the promulgated decision.

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Only one (1) Motion for Extension of Time to file a Motion for Reconsideration may be allowed for meritorious grounds, provided that it is filed before the expiration of the original reglementary period and that the extension granted shall not exceed fifteen (15) calendar days.

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If no Motion for Reconsideration is timely filed, the decision shall become final and executory upon the lapse of the fifteen (15)-day calendar period. Where a Motion for Reconsideration is filed, the resolution thereof shall become final and executory after thirty (30) calendar days from receipt by the concerned party, unless a timely Appeal is filed.

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The timely filing of a Motion for Reconsideration shall hold the execution of the decision, unless immediate executory effect is expressly provided under these Bylaws. Decisions of the NGAA on the Motion for Reconsideration may be appealed to the Board of Trustees within thirty (30) calendar days from receipt of the decision on the Motion for Reconsideration.

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Decisions of the Board of Trustees shall not be appealable, except to the General Assembly, and only on the limited grounds of fraud, accident, mistake, or excusable negligence. The timely filing of an Appeal shall likewise hold the execution of the decision, unless otherwise expressly provided under these Bylaws.

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Unless otherwise specifically provided in these Bylaws or where a different period is expressly prescribed, all Motions for Reconsideration and Appeals shall be resolved within a maximum period of sixty (60) calendar days from submission for resolution or from the expiration of the period for the filing of the last required pleading, whichever is applicable.

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In the absence of a timely appeal, or upon failure to avail of the foregoing remedies within the prescribed reglementary periods, the decision shall become final and executory. Upon timely appeal, the Board of Trustees may affirm, modify, or set aside the decision in accordance with these Bylaws.

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Appeals from decisions of the National Grievance and Adjudicatory Authority involving the validity, legality, enforceability, or conformity with the Articles of Incorporation and these Bylaws of any policy or regulation promulgated by the Board of Trustees shall be taken directly to the General Assembly, without need of prior recourse to the Board of Trustees.

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(g) Regional Grievance and Adjudicatory Council

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Each Administrative Region shall have a Regional Grievance and Adjudicatory Council (RGAC), composed of one (1) Chairperson and four (4) Members, appointed by the National President, upon the recommendation of the Regional Director, and confirmed by the Board of Trustees, preferably holders of a Juris Doctor degree or its equivalent at the time of appointment; provided, that in the absence of such, they shall possess demonstrable competence in law, adjudication, arbitration, or dispute resolution. The members of the RGAC shall serve for a term of two (2) years, unless sooner removed for just cause or otherwise incapacitated.

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The RGAC shall exercise original jurisdiction over the following disputes:

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- 3171 1. Implementation of Bylaws provisions as they pertain to the Administrative
3172 Region;
- 3173 2. Validity of contracts or agreements entered into by Regional Officers;
- 3174 3. Validity of policies promulgated by the Regional Conference; and
- 3175 4. Controversies between BOUs or members within the same Administrative
3176 Region.

3177 All decisions, resolutions, and orders of the RGAC shall be reduced into writing and
3178 copies thereof shall be furnished to the NGAA and the COME for monitoring,
3179 coordination, and appropriate action, where necessary.

3180 The RGAC shall sit En Banc in the adjudication of cases within its jurisdiction.

3181 Decisions of the RGAC may be appealed to the NGAA in accordance with these
3182 Bylaws and applicable rules.

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3184 **Section 3. Commission on Membership.**

3185 **(a) Nature**

3186 The Committee on Membership (COME) shall be an Independent Commission of
3187 the Organization vested with regulatory, administrative, and quasi-judicial
3188 authority over matters relating to membership, including membership legitimacy,
3189 discipline, development, and integrity.

3190 Proceedings before the COME shall be summary in nature and shall not be bound
3191 by strict technical rules of procedure, provided that the fundamental requirements
3192 of administrative due process are observed.

3193 The COME shall sit En Banc in the adjudication of cases within its jurisdiction.

3194 **(b) Additional Qualifications**

3195 In addition to the general qualifications provided under these Bylaws:

- 3196
- 3197 1. The Chairperson shall, at the time of appointment and throughout his or
3198 her tenure, be either (a) a member of the Philippine Bar in good standing;
3199 (b) a holder of a Juris Doctor degree or its equivalent; or (c) a person
3200 possessing demonstrable competence, experience, or expertise in
3201 organizational governance, membership administration, arbitration,
3202 mediation, dispute resolution or allied fields relevant to the functions of the
3203 office; and
- 3204 2. The Commissioners may be holders of a Juris Doctor degree or its
3205 equivalent at the time of appointment, or persons possessing
3206 demonstrable competence, experience, or expertise in organizational
3207 governance, membership administration, arbitration, mediation, dispute
3208 resolution or allied fields relevant to the functions of the office.

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(c) Jurisdiction

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The COME shall exercise exclusive original jurisdiction over:

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1. All matters involving the legitimacy of membership;

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2. Violations of the existing Pledge Program;

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3. Matters taken cognizance of by the Commission *motu proprio*, provided that such matters strictly fall within its original jurisdiction as defined under these Bylaws; and

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4. Such other membership-related matters as may be expressly provided under these Bylaws.

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(d) Powers and Duties

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1. Regulatory and Administrative Functions

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The COME shall:

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(a) Formulate and recommend membership-related policies, programs, and standards for approval by the Board of Trustees;

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(b) Promote and support initiatives on membership recruitment, retention, development, and organizational growth;

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(c) Conduct periodic membership census and demographic assessments for planning and organizational alignment in coordination with the National Executive Director; and

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(d) Oversee and assist in the processing of chartering applications, life membership applications, and associate membership applications, in coordination with appropriate bodies.

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2. Quasi-Judicial and Disciplinary Functions

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The COME shall:

(a) Promulgate Rules of Procedure governing all COME matters, which shall not diminish, increase, or modify substantive rights of members;

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(b) Conduct investigations and issue notices, directives, and procedural orders on verified complaints involving matters within its jurisdiction;

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(c) Determine the existence of a prima facie case and issue formal charges where warranted;

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(d) Impose preventive suspension, where warranted and in accordance with due process and applicable rules, in order to preserve the integrity of the proceedings or prevent undue interference therewith;

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(e) Adjudicate cases and impose appropriate disciplinary sanctions, including suspension or termination of membership, in accordance with these Bylaws and applicable rules;

- 3251 (f) Ensure observance of due process in all proceedings; and
3252 (g) Exercise all incidental, residual, and inherent powers necessary to
3253 effectively discharge its quasi-judicial functions.

3254 **(e) Decisions / Resolutions**

3255 Decisions of COME shall be rendered by the affirmative vote of a majority of all its
3256 members, reduced into writing, and shall clearly state the findings of fact,
3257 applicable provisions of these Bylaws, and the dispositive portion.

3258 Any member shall inhibit himself or herself where there exists conflict of interest or
3259 direct personal involvement in the controversy.

3260 **(f) Motion for Reconsideration, Appeal and Finality**

3261 Only one (1) Motion for Reconsideration shall be allowed. Such Motion must be
3262 filed within fifteen (15) calendar days from receipt of the promulgated decision.
3263 Only one (1) Motion for Extension of Time to file a Motion for Reconsideration may
3264 be allowed for meritorious grounds, provided that it is filed before the expiration of
3265 the original reglementary period and that the extension granted shall not exceed
3266 fifteen (15) calendar days.

3267 If no Motion for Reconsideration is timely filed, the decision shall become final and
3268 executory upon the lapse of the fifteen (15)-day calendar period. Where a Motion
3269 for Reconsideration is filed, the resolution thereof shall become final and executory
3270 after thirty (30) calendar days from receipt by the concerned party, unless a timely
3271 Appeal is filed.

3272 The timely filing of a Motion for Reconsideration shall hold the execution of the
3273 decision, unless immediate executory effect is expressly provided under these
3274 Bylaws. Decisions of the COME on the Motion for Reconsideration may be
3275 appealed to the Board of Trustees within thirty (30) calendar days from receipt of
3276 the decision on the Motion for Reconsideration.

3277 Decisions of the Board of Trustees shall not be appealable, except to the General
3278 Assembly, and only on the limited grounds of fraud, accident, mistake, or excusable
3279 negligence. The timely filing of an Appeal shall likewise hold the execution of the
3280 decision, unless otherwise expressly provided under these Bylaws.

3281 Unless otherwise specifically provided in these Bylaws or where a different period
3282 is expressly prescribed, all Motions for Reconsideration and Appeals shall be
3283 resolved within a maximum period of sixty (60) calendar days from submission for
3284 resolution or from the expiration of the period for the filing of the last required
3285 pleading, whichever is applicable.

3286 In the absence of a timely appeal, or upon failure to avail of the foregoing remedies
3287 within the prescribed reglementary periods, the decision shall become final and
3288 executory. Upon timely appeal, the Board of Trustees may affirm, modify, or set
3289 aside the decision in accordance with these Bylaws.

3290 **(g) Regional COME**

3291 There shall be a Regional Commission on Membership (Regional COME) in each
3292 Administrative Region, composed of one (1) Regional COME Representative,
3293 appointed by the National President, upon the recommendation of the Regional

3294 Director, and confirmed by the Board of Trustees. The members of the Regional
3295 COME shall serve for a term of two (2) years, unless sooner removed for just cause
3296 or otherwise incapacitated.

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3298 The Regional COME shall:

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1. Assist in the implementation of the existing Pledge Program;

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2. Assist the National COME in surveying member demographics; and

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3. Conduct initial processing of chartering, life membership, and associate membership applications.

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The Regional COME shall not impose suspension or termination of membership, which shall remain exclusively vested in the National COME.

3308 **Section 4. Commission on Elections.**

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(a) Nature

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The Commission on Elections (COMELEC) shall be an Independent Commission of the Organization vested with exclusive authority over the conduct, supervision, regulation, and enforcement of all elections and electoral exercises of the Organization, in accordance with these Bylaws and duly promulgated election rules.

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Proceedings before the COMELEC shall be summary in nature and shall not be bound by strict technical rules of procedure, provided that the fundamental requirements of administrative due process are observed.

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The COMELEC shall sit En Banc in the adjudication of cases within its jurisdiction.

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(b) Additional Qualification of Members

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In addition to the general qualifications provided under these Bylaws:

1. The Chairperson shall, at the time of appointment and throughout his or her tenure, be either (a) a member of the Philippine Bar in good standing; (b) a holder of a Juris Doctor degree or its equivalent; or (c) a person possessing demonstrable competence, experience, or expertise in electoral administration, organizational governance, adjudication of election disputes, or related fields;

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2. The Commissioners may be holders of a Juris Doctor degree or its equivalent at the time of appointment, or persons possessing demonstrable competence, experience, or expertise in electoral administration, organizational governance, adjudication of election disputes, or related fields; and

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3. No member of the Commission shall be eligible to run for any elective office, nor be appointed to any national officer position, in the Organization during his or her incumbency and for a period of at least one (1) Development Year following resignation, removal, or completion of term.

3337 Any resignation made for the purpose of circumventing this restriction shall
3338 not cure the disqualification.

3339 **(c) Powers and Duties**

3340 The COMELEC shall exercise the following powers and duties:

- 3341
- 3342 1. Exercise general supervision and control over all elections and electoral
3343 exercises at the national and regional levels, including presiding over the
3344 proceedings of the Board of Trustees when convened for the purpose of
3345 electing officers, and ensuring that such elections are conducted in
3346 accordance with these Bylaws and duly promulgated election rules;
- 3347 2. Determine and pass upon the qualifications of candidates, voters, and other
3348 election participants, and to cause the official list of qualified candidates
3349 and voters to be prepared, announced, and published prior to the conduct
3350 of the election;
- 3351 3. To constitute and act as a Candidates' Forum Body, which shall, upon the
3352 filing of certificates of candidacy and prior to the conduct of elections,
3353 establish and administer a mandatory forum or venue for candidates for
3354 national elective offices and Regional Directors, wherein such candidates
3355 shall present their qualifications, platforms, programs of governance, and
3356 relevant competencies and proficiency in relation to the office sought;
- 3357 4. Hear and decide, after due notice and opportunity to be heard, any verified
3358 complaint or petition seeking the disqualification of a candidate or voter for
3359 violation of these Bylaws or duly promulgated election rules. Decisions in
3360 such cases shall, where practicable, be promulgated within seventy-two (72)
3361 hours from the termination of the hearing period;
- 3362 5. Promulgate, adopt, and enforce such rules, regulations, guidelines, and
3363 procedures as may be necessary to ensure the orderly, credible, transparent,
3364 and impartial conduct of elections and other electoral exercises, consistent
3365 with these Bylaws;
- 3366 6. Investigate, *motu proprio* or upon verified complaint, any irregularity
3367 affecting the integrity of the electoral process, including questions relating
3368 to the eligibility of candidates, and impose such remedies as are authorized
3369 under these Bylaws and applicable election rules; and
- 3370 7. Submit to the Board of Trustees, at its next regular meeting immediately
3371 following any electoral exercise, a written report detailing the manner in
3372 which the election was conducted, the measures undertaken to ensure
3373 compliance with these Bylaws and duly promulgated election rules, the
3374 official results thereof, and a full accounting of all expenses incurred in
3375 connection with the conduct of the election, including the proper
3376 liquidation of funds in accordance with applicable financial and auditing
3377 policies. Such reports shall form part of the official records of the
3378 Organization.

3379 **(d) Decisions and Motion for Reconsideration**

3380 Decisions of the COMELEC shall be rendered by the affirmative vote of a majority of
3381 all its members, reduced into writing, and shall clearly state the findings of fact,
3382 applicable provisions of these Bylaws, and the dispositive portion thereof.

3383 Any party to the electoral proceeding, or any candidate whose rights are directly
3384 affected by the decision, may file one (1) Motion for Reconsideration within ten (10)
3385 calendar days from receipt of the written notice of the decision. No second Motion
3386 for Reconsideration shall be allowed, and no motion for extension of time to file a
3387 Motion for Reconsideration shall be entertained. The filing of a Motion for
3388 Reconsideration shall hold the execution of the decision; provided that, in the
3389 absence of a timely filed Motion for Reconsideration, the decision shall become
3390 final and executory and may be enforced accordingly.

3391 The decision of the COMELEC on the Motion for Reconsideration shall be final and
3392 executory.

3393 **(e) Regional COMELEC**

3394 There shall be established a Regional COMELEC in each Administrative Region,
3395 composed of one (1) Regional COMELEC Representative, and such additional
3396 members, not exceeding three (3) in total, as may be necessary, appointed by the
3397 National President, upon the recommendation of the Regional Director, and
3398 confirmed by the Board of Trustees. The Regional COMELEC Representative may
3399 be holders of a Juris Doctor degree or its equivalent at the time of appointment, or
3400 persons possessing demonstrable competence in electoral administration,
3401 organizational governance, adjudication of election disputes, or related fields. The
3402 members of the Regional COMELEC shall serve for a term of two (2) years, unless
3403 sooner removed for just cause or otherwise incapacitated.

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3405 The Regional COMELEC shall:

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3407 1. Exercise authority to administer and supervise elections and other electoral
3408 exercises within its respective Administrative Region,
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3410 2. Implement election rules, regulations, and directives issued by the
COMELEC; and
- 3411
3412 3. Ensure compliance with these Bylaws and applicable election procedures
within the Region.

3413 Decisions of the Regional COMELEC may be appealed to the COMELEC within the
3414 period and in the manner prescribed under its rules.

3415 The decision of the COMELEC on such appeal shall thereafter be subject to the
3416 provisions on Motion for Reconsideration and finality as provided in these Bylaws.

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3418 **Section 5. Commission on Audit.**

3419 **(a) Nature**

3420 The Commission on Audit (COA) shall be an independent commission of the
3421 Organization vested with exclusive authority to audit, examine, and oversee the
3422 financial operations, internal control systems, risk management frameworks, and
3423 governance processes of the Organization. It shall safeguard the financial integrity,
3424 accountability, transparency, regulatory compliance, and operational efficiency of
3425 all units, chapters, associations, commissions, committees, and instrumentalities of
3426 the Organization.

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(b) Additional Qualification of Members

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In addition to the general qualifications provided under these Bylaws:

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1. The Chairperson shall, at the time of appointment, be either (a) a holder of at least a bachelor's degree in Accounting, Finance, Business Administration, or a related field; or (b) a person possessing demonstrable competence, experience, or expertise in accounting, auditing, financial management, internal controls, risk management, or related fields; and

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2. The Commissioners may be holders of a bachelor's degree in Accounting, Finance, Business Administration, or a related field, or persons possessing demonstrable competence, experience, or expertise in accounting, auditing, financial management, internal controls, risk management, governance, or related fields.

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(c) Powers and Duties

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The Commission on Audit shall perform the following duties and exercise the following powers and authority:

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1. Examine, audit, and settle all accounts pertaining to the revenues, receipts, expenditures, and uses of funds and property owned, held in trust by, or pertaining to the Organization, including its chapters, associations, commissions, agencies, and instrumentalities;

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2. Conduct pre-audit of all disbursements chargeable against the funds of the Organization, to ensure compliance with applicable financial policies, authorization requirements, and audit standards;

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3. Maintain and oversee the integrity of the general accounts of the Organization, including preservation of financial records and supporting documents in accordance with applicable policies;

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4. Define the scope of its audit, establish auditing methodologies and standards, and promulgate accounting and auditing rules and regulations consistent with these Bylaws, including measures for the prevention, detection, and disallowance of irregular, unnecessary, excessive, extravagant, or unconscionable expenditures or uses of organizational funds and properties;

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5. Issue audit observations, notices of suspension, notices of disallowance, and such other audit findings as may be warranted under its rules, subject to due process;

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6. Submit quarterly reports to the Board of Trustees during its regular meetings, providing updates on financial condition, audit findings, compliance status, and such other matters as may be necessary for effective oversight and governance; and at the end of each fiscal year, submit a consolidated report of all quarterly reports, reflecting a comprehensive assessment of the Organization's financial condition, audit findings, and overall compliance status; and

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7. Recommend corrective measures necessary to improve financial management, internal controls, and fiscal accountability throughout the Organization.

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(d) Decision and Audit Actions; Motion for Reconsideration

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Audit findings, disallowances, and other actions of the COA shall be issued in writing, stating the findings of fact, applicable provisions of these Bylaws or financial policies, and the dispositive portion thereof, and shall be subject to due process.

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Any party adversely affected by such findings or actions may file one (1) Motion for Reconsideration within fifteen (15) calendar days from receipt of the written notice thereof. No second Motion for Reconsideration shall be allowed.

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The filing of a Motion for Reconsideration shall hold the execution of the audit finding, disallowance, or action; provided, that in the absence of a timely filed Motion for Reconsideration, the same shall become final and executory and may be enforced accordingly.

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(e) Finality and Appeal

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In the event that a Motion for Reconsideration is timely filed and thereafter denied, the aggrieved party may file an appeal within thirty (30) calendar days from receipt of the notice of such denial, with the Board of Trustees, which shall act as an appellate body. The timely filing of an appeal shall hold the execution or enforcement of the assailed audit finding, disallowance, or action pending resolution thereof, unless otherwise expressly provided in these Bylaws.

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In the absence of a timely appeal, or upon failure to avail of the foregoing remedies within the prescribed reglementary periods, the audit finding, disallowance, or action shall become final and executory. Upon timely appeal, the Board of Trustees may affirm, modify, or set aside the same in accordance with these Bylaws.

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ARTICLE IX STANDING COMMITTEES

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3499 **Section 1. Nature and Functions of Standing Committees.**

3500 Standing Committees are permanent bodies of the Organization established to assist in
3501 the formulation, implementation, and oversight of policies, programs, and initiatives
3502 within their respective areas of mandate.

3503 They shall serve in an advisory, recommendatory, and developmental capacity, and shall
3504 exercise such authority as may be delegated to them under these Bylaws, the policies
3505 promulgated by the Board of Trustees, and such rules as may be duly adopted by the
3506 Organization.

3507 Each Standing Committee shall:

- 3508 1. Develop and recommend policies, programs, and initiatives aligned with the
3509 strategic direction of the Organization;
- 3510 2. Assist in the implementation and monitoring of approved programs and activities
3511 within their respective jurisdictions;
- 3512 3. Provide technical, subject-matter, and operational support to the Board of
3513 Trustees, National Executive Council, and organizational units; and
- 3514 4. Submit periodic reports and recommendations to the Board of Trustees or such
3515 body as may be designated.

3516 **Section 2. Creation and Authority.**

3517 There are hereby established the following Standing Committees of the Organization:

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3519 a. Committee on Finance / Ways and Means;

3520 b. APO National Committee on Scouting;

3521 c. Committee on International Relations;

3522 d. Committee on National Service for Health;

3523 e. Committee on Environment;

3524 f. APO Academy;

3525 g. Committee on Awards;

3526 h. Committee on Disaster Risk Reduction and Management; and

3527 i. Committee on Public Relations and Communications.

3528

3529 The Board of Trustees may create additional Standing Committees as may be necessary to
3530 promote the effective governance, sustainability, and strategic direction of the
3531 Organization.

3532 **Section 3. General Qualifications.**

3533

3534 Members of Standing Committees must:

3535

3536 1. Be Active MIGS of the Organization; and

3537 2. Not have been convicted by final judgment of any offense involving fraud,
3538 dishonesty, or moral turpitude.

3539 No member of any Standing Committee shall concurrently hold any elective or appointive
3540 national or regional position.

3541

3542 **Section 4. Rule-Making Authority.**

3543

3544 Each Standing Committee shall have the authority to promulgate its own rules of
3545 procedure and internal regulations necessary for the effective discharge of its mandate,
3546 provided that such rules shall be consistent with these Bylaws and other duly adopted
3547 policies of the Organization.

3548

3549 Rules promulgated by any Standing Committee shall take effect fifteen (15) calendar days
3550 after publication by the National Administrative Office or through such official
3551 communication platforms as may be designated by the Organization.

3552

3553 **Section 5. Composition and Term of Office.**

3554

3555 Unless otherwise specifically provided in these Bylaws, each Standing Committee shall be
3556 composed of one (1) Chairperson and four (4) members.

3557

3558 Members shall be appointed by the National President and confirmed by the Board of
3559 Trustees. Their term of office shall be co-terminous with that of the appointing authority,
3560 unless sooner resigned, removed for just cause, or otherwise incapacitated. Appointment
3561 to any vacancy shall only be for the unexpired portion of the term of the predecessor.

3562

3563

3564 **Section 6. Committee on Finance / Ways and Means.**

3565 **(a) Nature**

3566 The Committee on Finance / Ways and Means is a permanent Standing Committee
3567 responsible for the formulation, development, and oversight of the Organization's
3568 financial policies, revenue-generation mechanisms, fiscal sustainability strategies,
3569 and resource mobilization programs.

3570

3571 It shall serve in a policy-making and advisory capacity and shall recommend
3572 measures designed to ensure transparency, accountability, financial prudence, and
3573 long-term stability of the Organization.

3574

3575 The Committee shall not exercise custodial, disbursing, or audit authority over
3576 organizational funds, which powers remain vested in the duly authorized officers
3577 and bodies under these Bylaws.

3578 **(b) Additional Qualifications**

3579 The Chairperson and at least a majority of the Members shall possess
3580 demonstrable competence or experience in finance, accounting, investment
3581 management, fundraising, or fiscal governance, and with business acumen.
3582

3583 **(c) Powers and Duties**

3584 The Committee shall:

- 3585 1. Formulate and recommend financial policies for approval by the Board of
3586 Trustees;
3587
- 3588 2. Prepare and recommend annual and multi-year financial sustainability
3589 plans;
- 3590 3. Review and evaluate proposed national budgets prior to submission to the
3591 Board of Trustees;
- 3592 4. Recommend safeguards against irregular, unnecessary, excessive, or
3593 imprudent expenditures;
- 3594 5. Actively identify and implement external funding opportunities and
3595 income-generating programs consistent with the purposes of the
3596 Organization;
- 3597 6. Recommend guidelines governing sponsorships, grants, donations, and
3598 fundraising activities to ensure compliance with applicable laws;
- 3599 7. Monitor financial performance trends and submit policy recommendations
3600 based on fiscal analysis;
- 3601 8. Coordinate with the National Treasurer and the Committee on Audit for
3602 purposes of policy alignment and financial transparency, without
3603 encroaching upon their respective statutory functions; and
- 3604 9. Submit financial reports on external funding opportunities and
3605 income-generating programs to the National President.

3606

3607 **Section 7. APO National Committee on Scouting.**

3608 **(a) Nature**

3609 The APO National Committee on Scouting (ANCOS) is a permanent Standing
3610 Committee that shall serve as the principal liaison body of the Organization with
3611 the Boy Scouts of the Philippines.
3612

3613 Its chief and primary function shall be to maintain institutional alignment between
3614 the Organization and the ideals, programs, and activities of the Scouting
3615 Movement, and to ensure that the Organization's service programs remain faithful
3616 to its scouting-based heritage and principles.
3617

3618 The Committee shall operate in a coordinative, supervisory, and
3619 policy-recommending capacity and shall not exercise executive authority beyond
3620 that delegated by the Board of Trustees.

3621 **(b) Additional Qualifications**

3622 The Chairperson and all its Members shall be duly recognized Rover Scouts and
3623 shall possess demonstrable experience and competence in Scouting, youth
3624 development, civic leadership, or related service programs.

3625 **(c) Powers and Duties**

3626 The Committee shall:

- 3627 1. Formulate, institute, and implement a continuing program for the purpose
3628 of establishing and strengthening close coordination with, and
3629 participation in, the activities and programs of the Scouting Movement;
3630
- 3631 2. Act as the official liaison office of the Organization with national and
3632 international scouting bodies and related youth organizations;
- 3633 3. Monitor, supervise, and coordinate the activities of the Administrative
3634 Regions to ensure that all service programs and policies of the General
3635 Assembly and the Board of Trustees, insofar as these pertain to the
3636 activities and programs of the Scouting Movement, are fully and efficiently
3637 implemented;
- 3638 4. Coordinate youth-oriented service activities consistent with the principles
3639 of Scouting and ROVIC, and, for that purpose, act as liaison with
3640 organizations having similar objectives and principles;
- 3641 5. Develop and recommend programs that reinforce volunteerism, integrity,
3642 citizenship, and civic responsibility consistent with the Organization's
3643 scouting-based foundations;
- 3644 6. Evaluate, verify, and issue such scouting-related certifications, clearances,
3645 attestations, or official confirmations as may be required in connection with
3646 membership identification card applications, renewals, membership
3647 classification, historical records, or other legitimate organizational purposes,
3648 subject to applicable policies and verification standards;
- 3649 7. Promote participation of members in scouting-related leadership training,
3650 community service, and values formation programs;
- 3651 8. Submit policy recommendations to ensure that organizational initiatives
3652 remain consistent with scouting traditions and ethical standards; and
- 3653 9. Submit periodic reports to the National President on the status of
3654 scouting-related programs and partnerships.

3655

3656 Section 8. Committee on International Relations.

3657 (a) Nature

3658 The Committee on International Relations (IRC) is a permanent Standing
3659 Committee responsible for the coordination of the Organization's international
3660 relations and foreign-based engagements, including the promotion and
3661 strengthening of institutional cooperation, collaboration, and mutual support
3662 between Alpha Phi Omega Philippines and Alpha Phi Omega USA, as well as with
3663 other recognized international counterparts and partner organizations.

3664 The Committee shall operate in a recommendatory and coordinative capacity, and
3665 shall not bind the Organization to any international commitment, agreement, or
3666 undertaking without prior authority from the Board of Trustees.

3667 (b) Additional Qualifications

3668 The Chairperson and at least a majority of the Members shall possess
3669 demonstrable competence or experience in international relations, diplomacy,
3670 intercultural engagement, organizational governance, or global service initiatives.

3671 Members shall exhibit familiarity with the structure, operations, and legal
3672 environments of Alpha Phi Omega organizations operating in foreign jurisdictions.

3673 The National President shall serve as Ex Officio Member of the Committee.
3674
3675

3676 (c) Powers and Duties

3677 The Committee shall have the following powers and functions:
3678

- 3679 1. To strengthen and maintain institutional relationships with other national
3680 organizations of Alpha Phi Omega and with APO entities operating in
3681 foreign jurisdictions;
- 3682 2. To recommend policies and programs for the global cooperation of the
3683 Organization;
- 3684 3. To assist the National President in coordinating and negotiating
3685 international engagements, subject to prior authorization from the Board
3686 of Trustees; and
- 3687 4. To ensure that any international engagement or undertaking involving the
3688 Organization does not contravene Philippine law, applicable foreign laws,
3689 ICAPO operating policies, or these Bylaws.

3690

3691 Section 9. Committee on National Service for Health.

3692 (a) Nature

3693 The Committee on National Service for Health (NSH) is a permanent Standing
3694 Committee responsible for the formulation, development, and oversight of the
3695 Organization's health, safety, and wellness policies, programs, and standards,

3696 including preventive health measures and the promotion of the general well-being
3697 of members.

3698 It shall serve in a policy-making and advisory capacity and shall recommend
3699 measures designed to ensure health protection, safety compliance, risk mitigation,
3700 and the physical and mental well-being of members across all levels of the
3701 Organization.

3702 The Committee may undertake clinical, diagnostic, or direct medical service
3703 functions, provided that such activities are conducted strictly in accordance with
3704 the implementing guidelines of the Committee and other applicable rules of the
3705 Organization, and are carried out by duly qualified and authorized health
3706 professionals.

3707 **(b) Additional Qualifications**

3708 The Chairperson and all Members of the Committee shall be duly licensed
3709 physicians, dentists, or allied healthcare professionals, in good standing, and
3710 authorized to practice their respective professions under applicable laws and
3711 regulations.

3712 **(c) Powers and Duties**

3713 The Committee shall:

- 3714 1. Formulate and recommend health, safety, and wellness policies for approval
3715 by the Board of Trustees;
3716
- 3717 2. Develop and recommend preventive health programs, including physical,
3718 mental, and psychosocial well-being initiatives for members;
- 3719 3. Establish guidelines for health and safety standards in organizational
3720 activities, events, and operations;
- 3721 4. Recommend medical protocols for emergency preparedness, medical
3722 response, and crisis management, including coordination with appropriate
3723 authorities and service providers;
- 3724 5. Promote health awareness, education, and advocacy programs consistent
3725 with the principles and objectives of the Organization;
- 3726 6. Recommend policies and safeguards to ensure compliance with applicable
3727 health, safety, and public welfare laws and regulations;
- 3728 7. Monitor trends, risks, and emerging concerns affecting the health and
3729 safety of members, and submit policy recommendations based on such
3730 assessments; and
- 3731 8. Coordinate with relevant national officers, committees, and external
3732 partners to ensure alignment of health initiatives, without encroaching
3733 upon their respective operational functions.

3734

3735 Section 10. Committee on Environment.

3736 (a) Nature

3737 The Committee on Environment is a permanent Standing Committee responsible
3738 for the formulation, development, and oversight of the Organization's
3739 environmental protection, sustainability, and ecological stewardship policies,
3740 programs, and standards, including conservation initiatives and the promotion of
3741 environmental awareness among members.

3742 It shall serve in a policy-making and advisory capacity and shall recommend
3743 measures designed to ensure environmental responsibility, sustainability
3744 compliance, risk mitigation, and the preservation and protection of natural
3745 resources across all levels of the Organization.

3746 The Committee may undertake environmental programs, projects, and initiatives,
3747 including conservation, rehabilitation, and sustainability activities, provided that
3748 such activities are conducted strictly in accordance with the implementing
3749 guidelines of the Committee and other applicable rules of the Organization, and in
3750 coordination with relevant authorities, partner institutions, and qualified experts
3751 where necessary.

3752 (b) Additional Qualifications

3753 The Chairperson and all Members of the Committee shall possess demonstrable
3754 competence, proven experience, and a record of leadership within the
3755 Organization or in related fields.

3756 (c) Powers and Duties

3757 The Committee shall:

- 3758 1. Formulate and recommend environmental protection and sustainability
3759 policies for approval by the Board of Trustees;
3760
- 3761 2. Develop and recommend environmental programs and initiatives,
3762 including conservation, climate action, and ecological preservation efforts;
- 3763 3. Establish guidelines for environmental standards and sustainability
3764 practices in organizational activities, events, and operations;
- 3765 4. Recommend protocols for environmental risk management, disaster
3766 preparedness related to environmental hazards, and climate resilience
3767 initiatives;
- 3768 5. Promote environmental awareness, education, and advocacy programs
3769 consistent with the principles and objectives of the Organization;
- 3770 6. Recommend policies and safeguards to ensure compliance with applicable
3771 environmental laws, regulations, and standards;
- 3772 7. Monitor environmental trends, risks, and emerging concerns, and submit
3773 policy recommendations based on environmental assessments; and
- 3774 8. Coordinate with relevant national officers, committees, and external
3775 partners to ensure alignment of environmental initiatives, without
3776 encroaching upon their respective operational functions.

3777 Section 11. APO Academy.

3778 (a) Nature

3779 The APO Academy is a permanent Standing Committee responsible for the
3780 formulation, development, and oversight of the Organization's education, training,
3781 leadership development, and institutional learning policies, programs, and
3782 standards, including the establishment and continuous improvement of the APO
3783 Academy as the Organization's central platform for capability-building.

3784 It shall serve in a policy-making and advisory capacity and shall recommend
3785 measures designed to ensure the standardization, quality, accessibility, and
3786 sustainability of training and development programs across all levels of the
3787 Organization.

3788 The Committee may undertake training, instructional, and capacity-building
3789 programs, provided that such activities are conducted strictly in accordance with
3790 the implementing guidelines of the Committee and other applicable rules of the
3791 Organization, and are carried out by qualified and authorized trainers, facilitators,
3792 or subject matter experts.

3793 (b) Additional Qualifications

3794 The Chairperson and all Members of the Committee shall possess demonstrable
3795 competence, record of leadership, or relevant experience in education, training,
3796 organizational development, or related fields.

3797 Members shall have working knowledge of instructional design, training
3798 methodologies, and leadership development principles, and shall be capable of
3799 formulating policies and programs aligned with the Organization's objectives.

3800 (c) Powers and Duties

3801 The Committee shall:

- 3802 1. Formulate and recommend education, training, leadership development,
3803 and life skills policies for approval by the Board of Trustees;
- 3804 2. Develop, establish, and recommend for approval standardized training
3805 curricula, modules, certification programs, and learning and development
3806 frameworks, including but not limited to life skills, leadership, technical,
3807 organizational, and personal development programs, and prescribe
3808 guidelines governing the design, delivery, implementation, and evaluation
3809 of such training and development initiatives for members across all levels of
3810 the Organization;
- 3811 3. Prepare and implement a regular training schedule throughout the
3812 Development Year to ensure accessibility and continuity of such trainings;
- 3813 4. Develop, administer, and continuously update an officers' training
3814 curriculum covering organizational structure, leadership, governance, and
3815 such other competencies as may be required under these Bylaws and
3816 applicable policies, and shall deliver such training programs to members. It
3817 shall likewise serve as the official certifying body for purposes of eligibility to
3818 run for any elective position in the Organization, and shall issue, upon
3819 satisfactory completion of the prescribed officers' training curriculum and

- 3820 related requirements, the corresponding certifications attesting to a
3821 member's qualification for candidacy;
- 3822 5. Recommend frameworks for the accreditation and certification of trainers
3823 and facilitators, and for training, skills development, and learning programs;
- 3824 6. Develop and institutionalize mandatory training modules on core
3825 organizational doctrines, policies, and regulatory frameworks, including but
3826 not limited to the existing Pledge Program, Anti-Hazing Law (Republic Act
3827 No. 11053), Brand Guidelines, Internet Code of Conduct Guidelines, dispute
3828 resolution mechanisms, and other official policies of the Organization, and
3829 recommend their implementation across all levels;
- 3830 7. Promote and oversee leadership development, officer training, continuing
3831 education, and life skills enhancement programs consistent with the
3832 principles and objectives of the Organization, including the administration
3833 of appropriate assessments to measure knowledge, competency, and
3834 understanding, and issue appropriate certifications attesting to the
3835 completion of such trainings and the satisfactory compliance with
3836 prescribed assessment standards;
- 3837 8. Recommend policies and safeguards to ensure quality assurance,
3838 standardization, and compliance with organizational training and
3839 development standards;
- 3840 9. Coordinate with BOUs and relevant national officers, committees, and
3841 external partners to ensure alignment of training, skills development, and
3842 life skills initiatives, without encroaching upon their respective operational
3843 functions;
- 3844 10. Establish, constitute, and organize such subcommittees as may be
3845 necessary and appropriate for the effective discharge of its mandate,
3846 including, but not limited to, a Subcommittee on Training and Skills
3847 Development, a Subcommittee on Curriculum and Modules Development,
3848 a Subcommittee on Trainer Development and Accreditation
3849 (Train-the-Trainer), and such other specialized subcommittees as may be
3850 deemed necessary, subject to applicable policies and the prior approval of
3851 the National President; and
- 3852 11. Supervise and provide policy direction to such subcommittees to ensure
3853 that their programs and initiatives are aligned with the standards,
3854 objectives, and strategic direction of the Organization.

3855

3856 **Section 12. Committee on Awards.**

3857 **(a) Nature**

3858 The Committee on Awards is a permanent Standing Committee responsible for the
3859 formulation, development, and oversight of the Organization's awards, recognition
3860 programs, and honors system, including the establishment of standards and
3861 criteria for recognizing exemplary service, leadership, and contributions to the
3862 Organization.

3863 It shall serve in a policy-making and advisory capacity and shall recommend
3864 measures designed to ensure fairness, transparency, objectivity, and integrity in the
3865 conferment of awards and recognitions across all levels of the Organization.

3866 The Committee may administer awards programs and recognition initiatives,
3867 provided that such activities are conducted strictly in accordance with the
3868 implementing guidelines of the Committee and other applicable rules of the
3869 Organization, and are subject to appropriate approvals by the Board of Trustees or
3870 duly authorized officers concerned.

3871 **(b) Additional Qualifications**

3872 The Chairperson and all Members of the Committee shall possess demonstrable
3873 competence, proven experience, and a record of leadership within the
3874 Organization, and shall be capable of exercising sound judgment in the evaluation
3875 of nominees and recognition of merit.

3876 Members shall have working knowledge of the Organization's history, traditions,
3877 standards of service, and principles of leadership and excellence.

3878 No member of the Committee shall participate in the deliberation or
3879 recommendation of any award where a conflict of interest exists, including but not
3880 limited to cases involving self-nomination or nomination of close acquaintances, as
3881 may be determined under these Bylaws or applicable rules.

3882 **(c) Powers and Duties**

3883 The Committee shall:

- 3884 1. Formulate and recommend policies, standards, and criteria governing
3885 awards, honors, and recognition programs for approval by the Board of
3886 Trustees;
- 3887 2. Develop and recommend classification, categories, and qualifications for
3888 awards, including national, regional, and special recognitions;
- 3889 3. Establish guidelines for the nomination, screening, evaluation, and
3890 selection processes for awards and honors;
- 3891 4. Promote recognition of exemplary service, leadership, and contributions
3892 consistent with the principles and objectives of the Organization;
- 3893 5. Recommend safeguards to ensure fairness, impartiality, transparency, and
3894 integrity in the conferment of awards;
- 3895 6. Maintain or recommend systems for the documentation, publication, and
3896 institutional recording of awardees and honors conferred;
- 3897 7. Coordinate with BOUs and relevant national officers, committees, and
3898 organizational units to ensure proper dissemination, recognition, and
3899 conferment of awards, without encroaching upon their respective
3900 operational functions;
- 3901 8. Create and organize such subcommittees as may be necessary and
3902 appropriate for the effective discharge of its mandate, including but not
3903 limited to a Subcommittee on Awards Screening and Evaluation, a
3904 Subcommittee on Awards Documentation and Records, and such other

3905 specialized subcommittees as may be deemed necessary, subject to
3906 applicable policies and the approval of the National President; and

3907 9. Supervise and provide policy direction to such subcommittees to ensure
3908 that their processes and outputs are aligned with the Organization's
3909 standards of merit, integrity, and recognition objectives.

3910

3911 **Section 13. Committee on Disaster Risk Reduction and Management.**

3912 **(a) Nature**

3913 The Committee on Disaster Risk Reduction and Management (DRRM) is a
3914 permanent Standing Committee that shall serve as the principal policy,
3915 coordination, and advisory body of the Organization on matters relating to disaster
3916 risk reduction, preparedness, emergency response, resilience, humanitarian
3917 assistance, and recovery initiatives.

3918 Its chief and primary function shall be to promote a culture of preparedness, safety,
3919 volunteer readiness, and organized service response within the Organization, and
3920 to ensure that the Organization's programs remain responsive to natural disasters,
3921 public emergencies, environmental hazards, and other humanitarian
3922 contingencies.

3923 The Committee shall operate in a coordinative, supervisory, capacity-building, and
3924 policy-recommending capacity, and shall not exercise executive authority beyond
3925 that delegated by the Board of Trustees.

3926 **(b) Additional Qualifications**

3927 The Chairperson and all Members thereof shall possess demonstrable experience,
3928 training, or competence in disaster risk reduction and management, emergency
3929 preparedness, humanitarian operations, public safety, health response,
3930 environmental protection, logistics, community organizing, or related service fields.
3931 The Chairperson should, whenever practicable, be a holder of recognized
3932 Occupational Safety and Health (OSH), Basic Occupational Safety and Health
3933 (BOSH), or equivalent safety and emergency management certifications.

3934 **(c) Powers and Duties**

3935 The Committee shall:

3936 1. Formulate, recommend, and oversee a continuing Organization-wide
3937 framework on disaster risk reduction, preparedness, emergency response,
3938 resilience-building, and post-disaster recovery, subject to approval by the
3939 Board of Trustees;

3940 2. Develop policies, standards, protocols, and contingency guidelines for the
3941 mobilization of members and organizational resources during calamities,
3942 emergencies, and humanitarian incidents;

3943 3. Coordinate with Administrative Regions, BOUs, national officers, and
3944 relevant committees to ensure readiness, interoperability, and timely
3945 implementation of disaster-related programs and directives;

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4. Act as the principal liaison body of the Organization with government agencies, local government units, civil defense offices, humanitarian organizations, emergency responders, and private sector partners on matters within its mandate;
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5. Promote and organize member participation in disaster preparedness training, first aid, rescue awareness, incident management, relief operations, blood donation, community resilience, and related service programs, and issue such certificates of participation, completion, training, or compliance as may be necessary for membership identification card applications or other legitimate organizational purposes;
- 3956
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3958
6. Develop and recommend volunteer deployment systems, resource mapping, communications protocols, and rapid response mechanisms for use during emergencies;
- 3959
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3961
7. Monitor national and local disaster trends, vulnerabilities, and emerging risks, and submit corresponding policy recommendations to strengthen organizational preparedness and resilience;
- 3962
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3964
8. Coordinate relief drives, rehabilitation projects, donation campaigns, and recovery assistance programs in accordance with approved policies, accountability controls, and applicable law;
- 3965
3966
3967
9. Maintain or recommend systems for emergency communications, situational reporting, and centralized coordination during disasters or crisis situations;
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3970
10. Promote partnerships with academic institutions, civic groups, medical organizations, and technical agencies for training, resource support, and collaborative preparedness initiatives; and
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3973
11. Submit periodic reports and recommendations to the National President and the Board of Trustees on the status of disaster preparedness, response activities, and resilience programs of the Organization.

3974

3975 Section 14. Committee on Public Relations and Communications.

3976 (a) Nature

3977 The Committee on Public Relations and Communications is a permanent Standing
3978 Committee responsible for the formulation, development, and oversight of the
3979 Organization's communication, public relations, information management, and
3980 media policies, programs, and standards, including the promotion of the
3981 Organization's image, brand, and public presence.

3982 It shall serve in a policy-making and advisory capacity and shall recommend
3983 measures designed to ensure effective communication, transparency, consistency
3984 of messaging, and responsible information dissemination across all levels of the
3985 Organization.

3986 The Committee may undertake communication, information dissemination, and
3987 media management initiatives, including the development, maintenance, and
3988 management of the Organization's official website, communication platforms, and
3989 publications, including but not limited to the Organization's official publication -

3990 The Torch and Trefoil, ensuring brand consistency, integrity, and alignment with
3991 the Organization's official brand, messaging standards, and identity guidelines,
3992 provided that such activities are conducted strictly in accordance with the
3993 implementing guidelines of the Committee and other applicable rules of the
3994 Organization, and are subject to appropriate approvals by the National President or
3995 duly authorized officers concerned.

3996 **(b) Additional Qualifications**

3997 The Chairperson and all Members of the Committee shall possess demonstrable
3998 competence, relevant experience, or a record of leadership in communications,
3999 public relations, media, information management, or related fields.

4000 Members shall have working knowledge of communication strategies, digital
4001 platforms, media relations, website development, publication management, and
4002 information governance, and shall be capable of formulating policies and
4003 programs aligned with the Organization's objectives.

4004 **(c) Powers and Duties**

4005 The Committee shall:

- 4006 1. Formulate, develop, and recommend for approval by the Board of Trustees
4007 integrated communication, public relations, and information management
4008 policies, strategies, and systems, including official messaging, website and
4009 digital platform content, media relations, and centralized information
4010 dissemination mechanisms;
- 4011 2. Establish guidelines for the release, publication, and dissemination of
4012 official statements and organizational information, subject to the approval
4013 of the National President; develop and implement an organization-wide
4014 communications plan to strengthen brand identity and stakeholder
4015 engagement; and serve as the primary media relations body of the
4016 Organization, including providing support to duly authorized officers acting
4017 as official spokespersons, in accordance with applicable policies;
- 4018 3. Manage media relations and strategic linkages with media practitioners,
4019 influencers, and relevant stakeholders to support the Organization's
4020 communication objectives;
- 4021 4. Promote consistency, integrity, and alignment in branding, messaging, and
4022 public representation of the Organization across all levels;
- 4023 5. Develop and maintain frameworks for media management, public
4024 engagement, reputation management, and issue or crisis communication;
- 4025 6. Maintain and periodically update a long-term communications
4026 development plan aligned with the strategic direction of the Organization;
- 4027 7. Recommend policies governing the publication of official events, board
4028 resolutions, guidelines, and frequently asked questions (FAQs) to ensure
4029 transparency and accessibility;
- 4030 8. Provide coordination and support in the dissemination of information, in
4031 collaboration with the National Administrative Office and National Officers,
4032 to promote consistent, accurate, and timely communication across the
4033 Organization;

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9. Establish, constitute, and organize such subcommittees as may be necessary and appropriate for the effective discharge of its mandate, including but not limited to a Subcommittee on Website, a Subcommittee on National Publication (The Torch and Trefoil), a Subcommittee on Social Media Ecosystem, a Subcommittee on Internal Communications, and a Subcommittee on Media and Public Relations, as well as such other specialized subcommittees as may be deemed necessary, subject to applicable policies and the prior approval of the National President; and
- 4042
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4044
10. Exercise supervision and provide policy direction over such subcommittees to ensure that their initiatives are aligned with the Organization's communication standards, brand identity, and strategic objectives.

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ARTICLE X COUNCIL OF ELDERS

4048 **Section 1. Nature.**

4049 The Council of Elders is hereby recognized as a permanent institutional body of Alpha Phi
4050 Omega Philippines. It shall serve in an advisory capacity and shall provide guidance
4051 informed by the Organization's history, traditions, and institutional heritage, with due
4052 regard to the continuity of its core values and the evolving needs of the Organization.
4053

4054 **Section 2. Composition.**

4055 The Council of Elders shall be composed of the following:

- 4056 1. All former National Presidents of the Organization and all former Chairpersons of
4057 the Board of Trustees or Board of Directors, provided that they were duly elected as
4058 National President or Chairperson, respectively, and that they have served the full
4059 term thereof, unless prevented from completing their term by death or permanent
4060 incapacity. This qualification shall apply prospectively upon the effectivity of these
4061 Bylaws and shall not impair, diminish, or otherwise affect the status, rights, or
4062 recognition of Officers previously qualified, admitted, or recognized prior thereto;
- 4063 2. The National President Emeritus;
- 4064 3. The Incumbent National President; and
- 4065 4. The Incumbent Chairperson of the Board of Trustees.

4066

4067 **Section 3. Officers.**

4068 The Council of Elders may elect from among its members a Chairperson,
4069 Vice-Chairperson, and Secretary, and may prescribe the powers, duties, and functions of
4070 such officers consistent with these Bylaws and the advisory nature of the Council.

4071 The National President Emeritus shall be the most senior former National President, as
4072 determined by priority of term of office, and shall be recognized as such within the Council
4073 of Elders for purposes of precedence, advisory functions, and such roles as may be
4074 assigned under these Bylaws or by the Council.

4075

4076 **Section 4. Powers and Functions.**

4077 The Council of Elders, consistent with its advisory character, shall have the following
4078 powers and functions:

- 4079 1. To provide guidance, counsel, advisory opinions, and recommendations on matters
4080 referred to it by any organizational unit, officer, committee, or governing body,
4081 insofar as the interests and welfare of Alpha Phi Omega Philippines are concerned;

- 4082 2. To advise the national leadership on matters relating to the governance, policy
4083 direction, management, administration, and long-term institutional development
4084 of the Organization; and
- 4085 3. To adopt, promulgate, and amend its own internal rules of procedure, code of
4086 conduct, and ethical standards, including provisions governing the discipline,
4087 suspension, or removal of its members from the Council, subject to these Bylaws
4088 and applicable policies of the Organization.
- 4089

4090 Section 5. Exemption from Organization Fees.

4091 All members of the Council of Elders shall be exempt from the payment of organizational
4092 dues, fees, and assessments imposed at the national level, unless otherwise expressly
4093 provided by these Bylaws or by law. Such exemption shall not preclude any member of
4094 the Council from voluntarily contributing financial or other support to the Organization's
4095 projects, programs, activities, and institutional initiatives.

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ARTICLE XI GENERAL AND TRANSITORY PROVISIONS

4099 **Section 1. Funds.**

4100

4101 The funds of the Organization shall be derived from lawful sources, including, but not
4102 limited to, admission or membership fees, annual dues, special assessments duly
4103 authorized under these Bylaws, as well as grants, gifts, donations, contributions, benefits,
4104 and other funds received in furtherance of its purposes.

4105

4106 **Section 2. Fees and Dues.**

4107

4108 Every member of the Organization shall, in addition to the prescribed membership fee,
4109 pay such dues, assessments, and other authorized charges, including logistical expenses
4110 beyond ordinary or routine operations, as may be duly imposed, in accordance with these
4111 Bylaws and relevant policies. The amount, manner of payment, and schedule of collection
4112 of such dues, assessments, and charges shall be determined by the Board of Trustees.

4113

4114 **Section 3. Banks, Depositories and Disbursements.**

4115

4116 All funds of the Organization shall be deposited in such bank or banks, financial
4117 institutions, or duly authorized depositories, as may be designated by resolution of the
4118 Board of Trustees.

4119

4120 No withdrawal or disbursement of funds of the Organization, whether by check, cash,
4121 electronic transfer, or any other financial instrument, shall be valid unless signed by the
4122 National Treasurer and countersigned or authorized by the National President.

4123

4124 The Board of Trustees may, when necessary and for valid cause, designate additional or
4125 alternative authorized signatories, subject to such internal controls and safeguards as it
4126 may prescribe to ensure accountability and proper financial governance.

4127

4128 **Section 4. Contracts and Obligations.**

4129

4130 No agreement, contract, undertaking, or obligation, involving the expenditure of funds,
4131 extension of credit, assumption of liability, or creation of any financial or legal obligation
4132 on the part of the Organization, shall be valid or binding unless duly authorized or
4133 approved by the Board of Trustees. Any act performed without such authority shall not
4134 bind the Organization unless subsequently ratified by the Board of Trustees.

4135

4136 **Section 5. Fiscal Year.**

4137

4138 The fiscal year of the Organization shall commence on the first (1st) day of July of each
4139 calendar year and shall terminate on the thirtieth (30th) day of June of the immediately
4140 succeeding calendar year, unless otherwise determined by the Board of Trustees in
4141 accordance with law and these Bylaws.

4142

4143 Section 6. Audit and Financial Reporting.

4144 The accounts of the Organization shall be audited annually by the Commission on Audit of
4145 the Organization and by such independent external auditor as may be authorized by the
4146 Board of Trustees or required by law.

4147 The audited financial statements shall be presented to the General Assembly and made
4148 available to MIGS, in accordance with these Bylaws and applicable laws.

4149

4150 Section 7. Official Publication.

4151 The Organization shall maintain an official publication to serve as its primary medium for
4152 the dissemination of information, policies, programs, official issuances, and such other
4153 matters as may be of interest to the membership. The official publication of the
4154 Organization shall be known as The Torch and Trefoil, which shall be published on a
4155 quarterly basis and shall include, at a minimum, updates on organizational activities,
4156 policies, and official issuances.

4157 The Torch and Trefoil shall likewise ensure the annual publication of the Organization's
4158 audited financial statements, together with such financial disclosures as may be required
4159 under these Bylaws and applicable laws and regulations.

4160 The management, editorial direction, and day-to-day operations of the official publication
4161 shall be vested in an Editorial Board appointed by the National President, from among
4162 whom the Editor-in-Chief shall be designated or appointed, in accordance with these
4163 Bylaws. The Editorial Board shall coordinate closely with the National Administrative Office
4164 for logistical and administrative support, as may be necessary for the effective discharge
4165 of its functions.

4166 The National President, Chairperson of the Board of Trustees, National Executive Director,
4167 National Treasurer, Corporate Secretary, National Legal Counsel, and the Chairperson of
4168 the Committee on Public Relations and Communications shall serve as honorary
4169 members of the Editorial Board, without prejudice to the exercise of their respective
4170 functions under these Bylaws; provided, however, that none of the foregoing shall be
4171 eligible for designation or appointment as Editor-in-Chief.

4172

4173 Section 8. Data Protection.

4174 The Organization shall collect, process, store, and safeguard personal data of its members
4175 in accordance with the prevailing data privacy laws and their implementing rules and
4176 regulations, and consistent with the principles of transparency, legitimate purpose, and
4177 proportionality. Access to personal data shall be limited to authorized persons, and shall
4178 be used solely for legitimate organizational purposes, subject to applicable policies and
4179 safeguards. The National Executive Director shall serve as the Data Protection Officer
4180 (DPO) of the Organization and shall oversee compliance with applicable data privacy laws,
4181 internal policies, and data protection obligations of the Organization.

4182 The Organization shall adopt and implement appropriate technical, organizational, and
4183 physical security measures to ensure the confidentiality, integrity, and availability of
4184 personal data, and to protect such data against unauthorized access, disclosure, alteration,
4185 loss, or destruction, and may issue such policies, guidelines, and protocols as may be
4186 necessary to ensure compliance with applicable laws and the protection of data subjects.

4187 Section 9. Electronic Communications and Participation.

4188 Notices, meetings, voting, and official communications of the Organization may be
4189 conducted through electronic or digital means, including, but not limited to, online
4190 platforms, and other information and communication technologies, in accordance with
4191 applicable laws, rules, and regulations.

4192 The Organization shall adopt and implement appropriate safeguards and protocols to
4193 ensure identity verification, authenticity of participation, confidentiality of
4194 communications, integrity of voting processes, and proper record-keeping, including the
4195 maintenance of reliable and auditable electronic records of proceedings and decisions.

4196

4197 Section 10. Conflict of Interest.

4198 Trustees and officers shall disclose any direct or indirect personal, financial, or material
4199 interest in any matter before the Board of Trustees or the Organization, including any
4200 interest that may give rise to a conflict of interest or appearance of impropriety. Such
4201 disclosure shall be made promptly and prior to any deliberation or action on the matter.

4202 Where the matter involves a direct personal, financial, or material interest of the
4203 concerned Trustee or officer, such person shall inhibit from participation in the
4204 deliberations and voting thereon. In cases involving indirect, remote, or potential conflicts
4205 of interest, inhibition shall be voluntary, without prejudice to the authority of the Board of
4206 Trustees to recommend or require non-participation when warranted by the
4207 circumstances and consistent with applicable laws and internal policies.

4208 The Organization shall adopt and enforce policies and procedures to ensure transparency,
4209 proper documentation of disclosures, and the prudent management of conflicts of
4210 interest, in accordance with applicable laws and governance standards.

4211

4212 Section 11. Dissolution.

4213

4214 In the event of dissolution, the assets of the Organization shall be applied and distributed
4215 in accordance with applicable laws governing non-stock, non-profit corporations.

4216

4217 Section 12. Repealing Clause.

4218

4219 These Bylaws shall constitute a complete revision and re-enactment of the governing
4220 Bylaws of the Organization. Upon effectivity hereof, all prior Bylaws, amendments, rules,
4221 and issuances inconsistent herewith are hereby repealed, amended, or modified
4222 accordingly.

4223

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4229 Section 13. Amendments.

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4231 These Bylaws, or any provision hereof, may be amended, modified, or repealed upon
4232 compliance with the following requirements:

4233

4234 1. Approval by the affirmative vote of a majority of all members of the Board of
4235 Trustees of the proposed amendment, modification, or repeal for submission to
4236 the General Assembly;

4237 2. Deliberation upon such proposal in an Annual General Assembly or Special General
4238 Assembly duly called for the purpose; and

4239 3. Ratification by the affirmative vote of a majority of the duly registered MIGS
4240 participating in the Annual General Assembly or Special General Assembly called
4241 for such purpose.

4242

4243 No amendment shall be valid unless the proposed changes have been included in the
4244 notice of meeting, and made available to the membership within fifteen (15) calendar days
4245 prior to the Assembly, in accordance with applicable rules.

4246

4247 Section 14. Compliance with Law.

4248

4249 The Organization shall at all times operate in accordance with the laws of the Republic of
4250 the Philippines and applicable regulations issued by competent authorities. Any provision
4251 of these Bylaws inconsistent with mandatory provisions of law shall be deemed modified
4252 to conform thereto.

4253

4254 Section 15. Separability Clause.

4255

4256 If any provision of these Bylaws, or the application thereof to any person or circumstance,
4257 is declared unconstitutional, invalid, or unenforceable by a court or competent authority,
4258 such declaration shall not affect the validity, enforceability, or continued operation of the
4259 remaining provisions hereof, which shall remain in full force and effect.

4260

4261 Section 16. Effectivity.

4262 Upon ratification by the General Assembly in accordance with the amendment provisions
4263 herein, these Bylaws shall be filed with the Securities and Exchange Commission (SEC)
4264 within thirty (30) calendar days from such ratification. These Bylaws shall take effect upon
4265 approval by the Securities and Exchange Commission, or on such later date as may be
4266 specified therein or in these Bylaws, and shall thereafter be published through the
4267 Organization's official communication channels, including but not limited to its official
4268 website and other duly authorized platforms.

4269 Provided, however, that these Bylaws shall first apply beginning the next Development
4270 Year commencing on July 1, 2027.

CERTIFICATION

We HEREBY CERTIFY that the foregoing Bylaws was duly presented for consideration of the Official Delegates to the Alpha Phi Omega Philippines, Incorporated 37th National General Assembly held at Boracay Island, Province of Aklan, Philippines, and was duly approved and ratified by the required majority vote of the Official Delegates, with quorum being present, on May 17, 2026.

IN WITNESS WHEREOF, we have hereunto affixed our signatures this ____ day of _____ 2026.

EVELYN C. CAÑETE-EVANGELIO

Chairperson, National Board of Trustees

Presiding Chairperson, 37TH APO Philippines National General Assembly

Attested by:

ATTY. FRITZ G. SAPON

National President-Trustee

ATTY. JAY LORD "JIGS" B. AQUINO

Chairperson of the Committee
on Constitutional Amendments

ATTY. SHERWIN Q. AGBON

National Executive Secretary



BYLAWS OF
ALPHA PHI OMEGA PHILIPPINES, INCORPORATED

17.05.2026

WE CREATE INCLUSIVE COMMUNITIES FOR A MORE PEACEFUL WORLD IN WHICH TO MAKE A LIFE,
BY DEVELOPING LEADERS, UNITING MEMBERS THROUGH FRIENDSHIP AND RENDERING SERVICE TO ALL.