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## Phi Kappa Phi, Bylaws

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# BYLAWS OF THE HONOR SOCIETY OF PHI KAPPA PHI



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#### THE BYLAWS OF THE HONOR SOCIETY OF PHI KAPPA PHI A Nonprofit Corporation

#### PREAMBLE

The Honor Society of Phi Kappa Phi, Inc., a nonprofit corporation, shall be governed in accordance with the laws of the State of Michigan; with the Corporation's Articles of Incorporation, amended to authorize operation in the State of Louisiana and with its additional amendments, if any; and with these Bylaws as amended periodically. This Corporation is the successor to an unincorporated association known as The Honor Society of Phi Kappa Phi. In these Bylaws, this corporation will be referred to as the "Corporation" or the "Society," and the National Board of Directors will be referred to as the "Board."

#### ARTICLE I Name and Objectives

Section 1 The name of this Society is The Honor Society of Phi Kappa Phi.

Section 2 The primary objectives of this Society are to promote the pursuit of excellence in all fields of higher education and to recognize outstanding achievement by students, faculty, and others through election to membership, and through various awards for distinguished achievement.

#### ARTICLE II Membership

Section 1 Membership in the Society is open to scholars of sound character from all academic disciplines.

Section 2 The following membership categories are authorized:

#### 2.1 Active Members.

- 2.11 Active Members—Affiliated. They have been elected and initiated, are affiliated with a chapter, and have paid their local and national dues for the current year.
- 2.12 Active Members—Unaffiliated. They have been elected and initiated, are not affiliated with a chapter, and have paid their national dues for the current year.
- 2.13 Active-for-Life Members. They have been elected and initiated and have paid the required Active-for-Life membership fee, or have been accorded this status by the action of the Board.
- 2.14 Active Members—Emeriti. They have been elected and initiated, have retired from professional duties, and have been recommended for this status by their chapters, and approved by the Executive Director. Upon payment of a one-time fee, paid either by

the chapter or by the individual, these members are granted Active-for-Life membership.

- 2.15 Distinguished Members. They have served society in an outstanding manner, have been nominated and their memberships funded by one (1) or more members of the Board or one (1) of the chapters, and have been accorded this status by the Board.
- 2.16 Honorary Members. They have not previously been members, have achieved eminence in some field of academic, creative, or intellectual endeavor, have been nominated and their memberships funded by one (1) or more members of the Board or one (1) of the chapters, and have been accorded this status by the Board.

#### 2.2 Inactive Members.

- 2.21 They have not paid national dues for the current year.
- 2.22 Such members shall be returned to active status when national dues are paid for the current year.

#### 2.3 Charter Members.

- 2.31 They have participated in the organization of a new chapter and have been accorded the privilege of signing the charter through the acceptance of their petition by the Board.
- 2.32 They shall be either active members of the Society by previous initiation in another chapter who are willing to transfer their affiliation, or members of the faculty or of the administration, research, or extension staffs of the institution, and about to be initiated.
- 2.33 For those petitioners who are not members of Phi Kappa Phi, approval of the petition constitutes authorization by the Board for their initiation into the Society immediately subsequent to the installation of the chapter.
- 2.34 They may continue their active participation as Active Members—Affiliated, Active Members—Unaffiliated, or Active-for-Life Members.
- Section 3 Persons elected and initiated into membership remain members for life even though they do not maintain active membership.
- Section 4 Eligibility for election to membership by an institutional chapter shall be confined to the following:
  - 4.1 Undergraduate students of sound character in any department of a college or university having an institutional chapter if they
    - 4.11 Have been registered in the institution for at least one (1) year, are enrolled in the final period of their next to last year in a course of study leading to a

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baccalaureate degree, and rank scholastically in the upper five (5) percent of the class.

- 4.12 Have been registered in the institution for at least one (1) year, are in the last year of a course of study leading to a baccalaureate degree, and rank scholastically in the upper ten (10) percent of the class.
- 4.13 The combined number of juniors and seniors elected to membership by an institutional chapter in any one (1) year shall not exceed ten (10) percent of those who will be candidates for graduation in that year. Eligibility may be determined separately for each academic unit within a member institution.
- 4.2 Graduate and professional students of sound character who are candidates for an advanced degree in any college or university having an institutional chapter, have made an outstanding record in graduate and professional study as evidenced by ranking scholastically in the upper ten (10) percent of all graduate and professional students in that institution, had an outstanding undergraduate record as evaluated by the chapter selection committee, and meet one (1) of the following requirements:
  - 4.21 Have been registered as post-baccalaureate students in the institution on a full-time basis for at least one (1) academic year or on a part-time basis for the equivalent of at least one (1) academic year.
  - 4.22 Are former post-baccalaureate students who have been awarded an advanced degree by the institution subsequent to the last previous election of members in the chapter.
- 4.3 Members of a predecessor honor society functioning in the manner of Phi Kappa Phi who would have qualified for membership in Phi Kappa Phi under requirements specified in paragraphs 4.1 and 4.2 of this Section, provided they are elected to membership by the institutional chapter within one (1) year after the chapter's installation.
- 4.4 Graduates of an institution where no predecessor honor society similar to Phi Kappa Phi existed, provided they would have qualified for membership in Phi Kappa Phi under requirements specified in paragraphs 4.1 or 4.2 of this Section and are elected to membership in the newly established institutional chapter within five (5) years of its founding.
- 4.5 Graduates from any class of five (5) years' standing or more, provided they are elected to membership after the five-year (5) period cited immediately above. These should be persons whose achievements since graduation have been outstanding and whose scholastic records while in college were high, with an increasing emphasis on the former as the period since graduation becomes longer.
- 4.6 Members of the institution's faculty, including the administration, research, and extension staffs, whose

- scholastic records and/or outstanding achievements have rendered them worthy of membership.
- 4.7 Members of the faculty or staff who do not hold a collegiate degree, but who have distinguished themselves professionally, provided prior approval for their initiation is obtained from the Board.
- 4.8 An individual who has no connection with the institution as described in the previous paragraphs of this Section but who has attained outstanding eminence in some academic, creative, or intellectual endeavor, and has prior approval as an Honorary Member by the Board.

#### Section 5 Election of Members.

- 5.1 All elections to membership shall be by ballot either at a regularly called meeting of the chapter at which a quorum is present OR by ballot mailed to all Active Members—Affiliated.
- 5.2 An affirmative vote of two-thirds (2/3) of the Active Members—Affiliated who are present at the meeting shall be necessary for the election of any person to membership, OR, if balloting is done by mail, an affirmative vote of two-thirds (2/3) of the Active Members—Affiliated who return ballots.

#### 5.3 Limitations.

- 5.31 The number of members elected in any year by an institutional chapter from the alumni of that institution, with the exception of the first five (5) years after the installation of the chapter, shall not exceed one (1) percent of the number of undergraduate and graduate students elected by the chapter that year. Chapters which elect fewer than two hundred (200) members per year shall be allowed to elect a maximum of two (2) members per year from eligible alumni of that institution.
- 5.32 The number of members elected in any year by an institutional chapter from the faculty of that institution, with the exception of the first five (5) years after the installation of the chapter, shall not exceed two (2) percent of the number of undergraduate and graduate students elected by the chapter that year, unless the chapter elects fewer than two hundred (200) members per year. Chapters which elect fewer than two hundred (200) members per year shall be allowed to elect a maximum of four (4) members from the faculty each year.
- 5.33 Only one (1) individual each year may be nominated by a chapter for Honorary Membership.
- 5.34 Only one (1) individual each year may be nominated by a chapter for Distinguished Membership.
- 5.4 Reports of those who accept election shall be made within thirty (30) days to the Executive Director of the Society by the Chapter Secretary.

#### Section 6 Membership Privileges.

- 6.1 Active members receive the regular publications of the Society and are eligible to
  - 6.11 Vote in chapters, if affiliated.
  - 6.12 Hold office in chapters, if affiliated.
  - 6.13 Serve as chapter delegates to any Convention, if affiliated.
  - 6.14 Serve on national committees.
  - 6.15 Hold national office.
- 6.2 Distinguished members are given the privileges listed in Section 6.1 and
  - 6.21 A certificate or other symbol of recognition.
  - 6.22 A complimentary Active-for-Life membership.
- 6.3 Honorary members are given the privileges listed in Section 6.1 and
  - 6.31 An Honorary membership certificate.
  - 6.32 A complimentary Active-for-Life membership.
- 6.4 Charter members have the privilege of signing the charter for a new chapter.

#### ARTICLE III Chapters

#### Section 1 Chartering of Chapters.

- 1.1 The Board shall establish policies and rules of procedure for
  - 1.11 Submission of petitions for new chapters.
  - 1.12 Review of petitions.
  - 1.13 Execution and presentation of charters.
  - 1.14 Payment of petitioning and chartering fees.
  - 1.15 Withdrawal of charter.
- 1.2 Eligibility to petition for chapter.
  - 1.21 An institutional chapter may be established in any college or university which holds regional and appropriate professional accreditations, offers a baccalaureate degree, and meets Phi Kappa Phi standards of quality.
  - 1.22 An alumni chapter may be chartered by the Board any place where the objectives of the Society would be promoted thereby.

#### Section 2 Functions of Chapters.

- 2.1 Institutional chapters shall
  - 2.11 Hold two (2) or more meetings a year, at one(1) of which a program should be presented.
  - 2.12 Recognize outstanding achievement through election to membership.
  - 2.13 Sponsor projects that support and recognize scholarship.

- 2.14 Participate through the chapter president in regional elections and other voting between Conventions.
- 2.15 Send a chapter delegate to Conventions.

#### 2.2 Alumni chapters shall

- 2.21 Hold two (2) or more meetings a year, at one (1) of which a program should be presented.
- 2.22 Sponsor projects that support and recognize scholarship.
- 2.23 Participate through the chapter president in regional elections and other voting between Conventions.
- 2.24 Send a chapter delegate to Conventions.

#### Section 3 Chapter Bylaws.

- 3.1 This document shall be in accordance with the Bylaws of the Society.
- 3.2 Upon adoption or revision, a copy shall be filed with the Executive Director of the Society.
- 3.3 A quorum for meetings shall be specified in chapter Bylaws.

#### Section 4 Chapter Governance.

- 4.1 The elective officers shall include a President, a President-Elect and/or a Vice President, a Secretary, a Treasurer (or a Secretary-Treasurer), and a Public Relations Officer. These officers shall be Active Members—Affiliated. Additional offices may be established as the chapter may prescribe. With the exception of the Vice President, they shall not be students; the Vice President may be a student.
- 4.2 The terms of chapter officers shall be for one (1) to three (3) years as the chapter may determine, or until their successors are installed.
- 4.3 The election of officers shall occur during the spring, and a report shall be sent promptly, and in no case later than June 15, to the Executive Director of the Society.
- 4.4 The management of the chapter shall be vested in an executive committee, consisting of the above officers, the immediate past president, and such additional members as the chapter may prescribe.
- 4.5 The duties of the President, Vice President, Secretary, and Treasurer shall be such as usually pertain to these offices, together with such other duties as the Bylaws of the chapter may prescribe.
- 4.6 It shall be the duty of the Public Relations Officer to engage in such public information activities as the chapter may desire and also to report to the Executive Director of the Society the activities of the chapter, to supply the Executive Director with items of interest about the members, and, in general, to cooperate with him/her in collecting suitable material for publication.

- 4.7 The chapter president shall, with the advice and consent of the chapter executive committee, exercise the chapter's voting rights in election of Regional Vice Presidents and other voting by chapters between Conventions.
  - 4.71 When a ballot is mailed to chapters, each Chapter President shall be responsible for completing and returning it promptly to the Executive Director of the Society or other designated officer.
  - 4.72 At Conventions, the chapter's delegate shall vote on behalf of the chapter. The delegate may be the Chapter President, Chapter President-Elect, an Active Member—Affiliated, or any other active member designated by the chapter as its proxy.
- Section 5 The Board by a two-thirds (2/3) vote may withdraw the charter of any chapter if it has become inactive, if it has not followed basic procedures and policies, or if such withdrawal is deemed in the best interest of the Society.

Section 6 The residual assets of any chapter whose charter has been withdrawn shall revert to the Phi Kappa Phi Foundation unless the chapter bylaws provide for disposition to some other non-profit organization.

Section 7 Regional Organization.

- 7.1 The chapters of the Society shall be grouped in Regions, the names and boundaries of which shall be established by a Convention.
- 7.2 The chapters of each Region shall be represented on the Board by a Regional Vice President.
- 7.3 The delegates from each Region shall meet during the General Convention. Regional meetings of chapter representatives between Conventions are encouraged.
- 7.4 Regional officers other than the Regional Vice President may be elected at the Regional meetings.

# ARTICLE IV National Office

Section 1 The Board has full power and authority to establish, maintain and relocate a principal office and other offices at any place where the Corporation is qualified to do business. The purchase of land and/or buildings for a National Office or other offices must first be approved by a Convention.

# ARTICLE V National Officers

Section 1 The national officers who constitute the Board of the Corporation shall consist of the following:

#### 1.1 Elected Officers.

President, President-Elect, National Vice President, Regional Vice Presidents, and Past President.

#### 1.2 Appointed Officers.

Executive Director, Editor of NATIONAL FORUM, Regent, and Director of Fellowships.

Section 2 Election and Appointment of Officers.

#### 2.1 President.

The office of the President shall be assumed by the President-Elect who was elected at the preceding General Convention. The President shall serve for one (1) three-year (3) term and not be eligible for reelection.

#### 2.2 President-Elect.

The President-Elect shall be elected by a majority vote at the General Convention from a slate of candidates presented by the Nominating Committee and augmented by nominations of consenting and eligible candidates, if any, made from the floor of the Convention. The President-Elect will become President at the close of the General Convention following the one at which he/she was elected.

#### 2.3 National Vice President.

The National Vice President shall be elected by a majority vote of the General Convention from a slate of candidates presented by the Nominating Committee and augmented by nominations of consenting and eligible candidates, if any, made from the floor of the Convention. The National Vice President shall take office at the close of the General Convention and serve until the close of the next General Convention. The National Vice President shall not serve more than two (2) consecutive terms of three (3) years each; however, after an absence from the Board of one (1) or more terms, he/she may again be a candidate for that office.

#### 2.4 Regional Vice Presidents.

- 2.41 A Regional Vice President shall be nominated and elected by the chapters from each of the Regions specified in Article III, Section 7. Elections shall be conducted by mail by the Executive Director, with each chapter having an opportunity to nominate a candidate and to vote on the candidates nominated by the chapters of its region.
- 2.42 A chapter shall obtain the written consent of the candidate before making a nomination.
- 2.43 A majority vote, cast by chapters submitting ballots in each Region, shall be required for election.
- 2.44 Regional Vice Presidents shall take office at the close of the General Convention and shall serve-until the close of the next General Convention.
- 2.45 In the event of the death, resignation, or incapacity of a Regional Vice President, the President may appoint an interim successor to serve until the election of a new one, such election to be conducted within three (3) months by mail as prescribed above.
- 2.46 A Regional Vice President may serve no more than two (2) consecutive full terms. After an absence

of one (1) or more terms, that person may again be a candidate for that office.

#### 2.5 Past President.

The office of Past President shall be assumed by the most immediate Past President willing and able to serve. The Past President shall take office at the close of the General Convention.

2.6 The Executive Director and the Editor of NA-TIONAL FORUM.

The Executive Director and the Editor of NATIONAL FORUM each shall be appointed by the President, with the concurrence of the Board, for an indefinite period and may remain in office at the will of the Board who shall evaluate the performance of each at the end of each triennium.

#### 2.7 The Regent and the Director of Fellowships.

The Regent and the Director of Fellowships each shall be appointed by the President, with the concurrence of the Board, for a three-year (3) term and may be reappointed for an additional one (1) or two (2) three-year (3) terms.

#### 2.8 Succession.

- 2.81 A vacancy in the office of the President created by inability to serve shall be filled by the National Vice President.
- 2.82 A vacancy in the office of National Vice President shall be filled by Board appointment to the end of the triennium. In such an appointment, the person will not automatically succeed to the Presidency.
- 2.83 If neither the President nor the elected National Vice President should be able to serve, a President shall be elected by the Board to serve for the remainder of the term.
- 2.84 In the event of death, resignation, or incapacity of the President-Elect, this office shall remain vacant until the next General Convention, at which time the Convention shall elect the President for the next triennium.

#### Section 3 Duties of Officers.

#### 3.1 President shall

- 3.11 Perform those duties that usually pertain to the office of President, including supervision of activities of the Society.
- 3.12 Appoint the Executive Director and/or the Editor of NATIONAL FORUM, with the concurrence of the Board, if a vacancy exists.
- 3.13 Appoint the Regent, the Director of Fellowships, and assistant or associate officers, including but not limited to, Society Archivist and Society Historian, with the concurrence of the Board.
- 3.14 Serve as an *ex officio* member of all committees, with the exception of the Nominating Committee.

#### 3.2 President-Elect shall

- 3.21 Perform such duties as are assigned by the President with the approval of the Board.
- 3.22 Preside at meetings of the Board or Convention in the absence of the President and the National Vice President.

#### 3.3 National Vice President shall

- 3.31 Chair the Communications Committee.
- 3.32 Chair the National Scholar and Artist Committees.
- 3.33 Serve as President if the President is unable to serve.
- 3.34 Work with and prepare materials for Chapter Public Relations Officers.
- 3.35 Cooperate with the National Office on public relations matters.
- 3.36 Be responsible for advising the Board on public relations matters.

#### 3.4 Regional Vice Presidents shall

- 3.41 Represent the chapters on the Board and assume responsibility for liaison between the National Organization and the chapters in their respective regions.
- 3.42 Investigate institutions seeking new chapters in the respective regions and may recommend establishing a new chapter, in concurrence with the Regent.
- 3.43 Install new chapters approved within the regions.
- 3.44 Encourage development of present chapters.
- 3.45 Organize and conduct regional meetings which may be held between General Conventions.

#### 3.5 Past President shall

Perform such duties as are assigned by the President with the approval of the Board.

#### 3.6 Executive Director shall

- 3.61 Perform those duties that usually pertain to the office of Secretary of both the Society and the Foundation.
  - 3.611 Maintain membership rolls, appropriate records of chapters, records of the fellowship program, and other records and reports.
  - 3.612 Arrange for timely announcement, agenda, and minutes of all meetings of the Board, Foundation, and General and Special Conventions; and shall distribute minutes of all meetings to participants within sixty (60) days following each meeting.
  - 3.613 Maintain communication with members of the Society, chapter officers, and the Board, and report to the membership all actions taken by the Board and the Convention.

- 3.614 Provide assistance to standing, special, and *ad hoc* committees as requested by the President.
- 3.62 Perform those duties that usually pertain to the office of the Treasurer of the Society and of the Foundation.
  - 3.621 Prepare and transmit general triennial budget estimates to all chapters at least one (1) month before the General Convention; and prepare detailed annual budgets and submit for Board approval.
  - 3.622 Receive, hold, and disburse Society funds, including fellowship funds approved by the Board, in accordance with the approved budget, and make quarterly reports to the Board of receipts and disbursements.
  - 3.623 Report quarterly to the Board on the status of the Society's and of the Foundation's investments.
  - 3.624 Have accounts audited annually by a public accounting firm and make certified copies of the auditor's report available to the Board.
  - 3.625 Conduct a continuous fund-raising campaign for the Foundation.

#### 3.63 Manage the National Office.

- 3.631 Establish rules and policies to operate the office and to satisfy legal requirements established for nonprofit corporations.
- 3.632 Employ office staff and professional personnel at the expense of the Society and in accordance with the approved budget; make provision for non-salary benefits required by law and/or in accordance with the approved budget; and arrange for security bonds for members of the office in appropriate amounts to safeguard the funds of the Society.
- 3.633 Purchase, stock, and resell to the chapters and members such items as emblems, certificates, plaques, banners, or placards; and purchase equipment and supplies in accordance with the approved budget.
- 3.634 Enter into contracts for office space, equipment, and services in accordance with the approved budget.
- 3.635 Assist chapter officers in carrying out their duties.
- 3.64 Serve on committees and perform such other duties as the President or Board may prescribe.

#### 3.7 Regent shall

3.71 Direct and supervise the work of developing new chapters, including handling all petitions for new charters for institutional or alumni chapters.

- 3.72 Chair the Extension Committee.
- 3.73 Initiate action toward withdrawal of the charter for a chapter with the concurrence of the Extension Committee.

#### 3.8 Editor shall

- 3.81 Edit the NATIONAL FORUM, the official Journal of the Society.
- 3.82 Forward material of historical interest to the Society to the Society Archivist.
- 3.83 Serve as liaison with the NATIONAL FO-RUM Committee.

#### 3.9 Director of Fellowships shall

- 3.91 Supervise work pertaining to the administration of the graduate fellowships.
- 3.92 Prepare an annual detailed account of the work of the Fellowship Committee and send a copy to each Board member.
- 3.93 Chair the Fellowship Committee.

#### Section 4 General Provisions.

- 4.1 The elected officers (President, President-Elect, National Vice President, Regional Vice Presidents, and Past President) and two (2) appointed officers (Regent and Director of Fellowships) shall serve without monetary compensation. The Executive Director and the Editor of NATIONAL FORUM shall receive such monetary compensation as the Board may determine.
- 4.2 Upon evidence of any officer's incapacity or unwillingness to serve, the Board by two-thirds (2/3) vote may declare that office to be vacant.

#### ARTICLE VI Board of Directors

Section 1 The Board of Directors of the Honor Society of Phi Kappa Phi shall consist of the national officers, as prescribed in ARTICLE V, Section 1.

- 1.1 All members of the Board shall be voting members except the Executive Director and the Editor of NATIONAL FORUM.
- 1.2 The President and the Executive Director of the Society shall be Chairperson and Secretary, respectively, of the Board.

#### Section 2 Powers and Responsibilities.

- 2.1 All administrative and judicial powers of the Society shall be vested in the Board in the intervals between Conventions.
- 2.2 Specific powers and responsibilities shall include, but not be limited to, the following:
  - 2.21 Chartering institutional and alumni chapters and withdrawing charters, if necessary.

- 2.22 Approving election of Honorary and Distinguished Members.
- 2.23 Reviewing the recommendations of the Executive Director and Director of Fellowships in determining the number and type of fellowships, awards, and similar recognitions to be granted.
- 2.24 Recommending, subject to approval by a Convention or a majority vote of the chapters, the amounts of annual national dues for members, petitioning and chartering fees for new chapters, active-for-life membership fees, and any other dues or assessments.
- 2.25 Reviewing and approving the annual and triennial budgets of the Society.
- 2.26 Reviewing and approving publications policy.
- Section 3 The Board shall meet at least annually between Conventions at such times and places as may be designated by the President. Special meetings shall be convened by the President when requested by a majority of the Board.
- Section 4 Assistant and associate officers, national committee members, and resource persons may be invited to attend Board meetings by the President. The National Officers and any others invited by or with the approval of the President to attend meetings shall receive reimbursement of their expenses, but no other remuneration.
- Section 5 Before each General Convention, a report of the activities of the Board for the preceding triennium shall be mailed to all chapters. At the Convention, this report shall be presented for review and approval.

# ARTICLE VII Committees

Section 1 Standing committees are those that have continuous existence. There shall be the following standing committees:

#### 1.1 Investment Committee.

- 1.11 Shall consist of five (5) persons: four (4) appointed by the President, and the Executive Director.
- 1.12 The terms of the appointed members shall be six (6) years, with two (2) persons appointed at the beginning of each triennium.
- 1.13 The committee, with the advice and consent of the Board, shall provide for the investment of the endowment funds in such manner as to yield the best return compatible with safety and growth.
- 1.14 Each member except the Executive Director shall have a vote.
- 1.15 The President shall select the chairperson.

#### 1.2 Extension Committee.

1.21 Shall consist of the Regent and the Regional Vice Presidents.

- 1.22 The Committee shall coordinate the investigation of institutions where new chapters are sought; recommend the establishment of new chapters; encourage the development of present chapters; and recommend, when necessary, withdrawal of charters.
- 1.23 The Regent shall serve as chairperson.

#### 1.3 Communications Committee.

- 1.31 Shall consist of five (5) persons: four (4) appointed by the President, and the National Vice President.
- 1.32 The terms of service shall be six (6) years with two (2) persons appointed at the beginning of each triennium.
- 1.33 The Committee shall make recommendations to the Board concerning all aspects of the internal and external communications policies of the Society.
- 1.34 The National Vice President shall serve as the chairperson.

#### 1.4 Fellowship Committee.

- 1.41 Shall consist of one (1) representative from each region appointed by the President. The Director of Fellowships shall represent his/her region.
- 1.42 The terms of service of the members other than the Director of Fellowships shall be three (3) years with at least one (1) new member to be appointed at the beginning of each triennium.
- 1.43 The Committee, within the policy decisions made by the Board, shall determine the number of fellowships to be granted each year and the persons to whom they shall be awarded.
- 1.44 The Director of Fellowships shall serve as chairperson.

#### 1.5 Budget Committee.

- 1.51 Shall consist of four (4) persons: three (3) members of the Board appointed by the President, and the Executive Director.
- 1.52 The terms of service of the appointed members, other than the Executive Director, shall be three (3) years.
- 1.53 The Committee shall review both the annual budget and the general triennial budget prepared by the Executive Director and submit them to the Board for approval or revision.
- 1.54 The Committee shall (1) recommend annually to the Board the employment of a specific auditing firm, (2) require that each audit consider the adequacy of internal control procedures, and (3) meet with the auditor as necessary.
- 1.55 Each member except the Executive Director shall have a vote.
- 1.56 The President shall select the chairperson.

#### 1.6 NATIONAL FORUM Committee.

1.61 Shall consist of five (5) persons, including the Chair, each of whom is appointed by the President.

The terms of service of the members shall be six (6) years with two (2) or three (3) new members to be appointed at the beginning of each triennium.

1.62 Shall serve as a policy committee for the NA-TIONAL FORUM and shall make recommendations to the Board concerning all aspects of the NA-TIONAL FORUM.

Section 2 Special and ad hoc committees are those that do not have continuous existence.

- 2.1 Special committees shall be appointed to serve for specified times. These are:
  - 2.11 Credentials Committee.
    - 2.111 Shall consist of one (1) representative from each region appointed by the President prior to each Convention.
    - 2.112 The Committee shall assist the Executive Director in determining who is representing each chapter at the Convention and report such information at the first session of the Convention.
    - 2.113 The President shall select the chairperson.
  - 2.12 Nominating Committee.
    - 2.121 Shall consist of one (1) representative from each region appointed by the President not later than six (6) months prior to each General Convention.
    - 2.122 The Committee shall prepare a slate of candidates for the offices of President-Elect and National Vice President, listing for each office the names of at least two (2) persons willing and eligible to serve in that office. The Committee shall publicly announce the slate by letter to all chapter presidents no later than two (2) months in advance of the Convention and also present it to the Convention, at which time additional nominations of consenting and eligible candidates may be made from the floor.
    - 2.123 The President shall select the chairperson.
  - 2.13 Scholar and Artist Selection Committees.
    - 2.131 Shall each consist of five (5) persons, one (1) from each region, appointed by the President not later than one (1) year prior to the General Convention. The National Vice President shall chair each committee.
    - 2.132 Each committee shall select a candidate for its award to be recommended to the Board.
- 2.2 Ad hoc committees shall be appointed by the President as the needs and welfare of the Society demand.
  - 2.21 The President shall define the functions of each committee and appoint the chairperson.
  - 2.22 Ad hoc committee functions shall not usurp the functions, duties, or responsibilities of any standing committee.

2.23 The President shall inform the appointees of their functions.

# ARTICLE VIII Conventions

Section 1 A Convention, either General or Special, shall consist of one (1) delegate from each chapter and the members of the Board. The delegate from a chapter shall be the Chapter President, Chapter President-Elect, an Active Member—Affiliated, or any other active member designated by the chapter as its proxy.

Section 2 In Convention, each chapter which has sent a delegate and each member of the Board shall have one (1) vote.

Section 3 The President and the Executive Director of the Society shall serve as chairperson and secretary, respectively, of a Convention.

Section 4 Powers and Responsibilities.

- 4.1 A General Convention is vested with the supreme authority of the Society and, subject to the Articles of Incorporation and the procedures prescribed to be followed in amending these Bylaws, shall
  - 4.11 Have jurisdiction over all affairs of the Society.
  - 4.12 Establish rules of governance of the Society.
  - 4.13 Establish such offices not herein provided for as may be found expedient, and provide for appointment or election of persons to fill such offices.
  - 4.14 Have power to interpret all provisions of the Bylaws.
  - 4.15 Elect by majority vote the President-Elect and the National Vice President, and also elect, if necessary, the President according to ARTICLE V, Section 2.84
- 4.2 A Special Convention shall have the same authority over the affairs of the Society as a General Convention, with the exception of the triennial election of the President-Elect and National Vice President.

Section 5 Meetings.

- 5.1 General Convention.
  - 5.11 A General Convention shall meet once in three (3) years.
  - 5.12 Time and place shall be determined by the Board.
- 5.2 Special Convention.
  - 5.21 The President shall call a Special Convention when requested to do so in writing by two-thirds (2/3) of the members of the Board or one-third (1/3) of the chapters.

- 5.22 Time and place shall be determined by the Board.
- 5.23 A three-month (3) notice shall be given each chapter of the date and purpose(s) of a Special Convention.
- Section 6 A Convention quorum is a simple majority of official delegates registered for the Convention.

# ARTICLE IX Fees, Dues and Assessments

Section 1 National Fees, Dues and Assessments.

- 1.1 The following types of fees, dues and assessments may be collected by the Society:
  - 1.11 Petitioning, chartering and authorizing fees to reimburse the Society for part of the expenses incurred in the establishment of new institutional and alumni chapters.
  - 1.12 Initiation fees.
  - 1.13 Membership dues.
  - 1.14 Special assessments.
- 1.2 Establishment of amounts.
  - 1.21 The Board shall recommend the amounts of fees and dues and shall make them effective subject to approval by the next Convention or approval of a majority of chapters.
  - 1.22 Special assessments shall be levied only by two-thirds (2/3) vote of the Board and the approval of a majority of the chapters or by two-thirds (2/3) majority of a General or a Special Convention.
- 1.3 Fees, dues and assessments shall be collected in the following manner.
  - 1.31 The institution or a petitioning group representing the institution shall pay the petitioning fee at the time a formal petition for a chapter is submitted.
  - 1.32 The institution or the petitioning group representing the institution shall pay the chartering fee before a new chapter is installed.
  - 1.33 Chapter secretaries or treasurers shall collect, in advance, national initiation fees from candidates for initiation and submit these fees to the Executive Director when the election of new members is reported.
  - 1.34 National annual dues and membership-for-life fees shall be collected by the Executive Director from individual members.
  - 1.35 Special assessments, if any, shall be collected by the Executive Director from individual members or chapters.
  - 1.36 Fees for Honorary and Distinguished Memberships shall be paid by the nominating body. The

fee for Emeritus Membership may be paid by the individual or the chapter.

1.4 The fees, dues and assessments provided for in this Article shall be disbursed by the Executive Director to pay expenses, to be invested as endowment funds, or to be otherwise allocated as determined by the Board.

#### Section 2 Chapter Fees and Dues.

- 2.1 Each chapter shall have authority to determine its own initiation fees and chapter dues, and shall be responsible for remitting the national initiation fees to the Executive Director.
  - 2.11 Chapter dues shall be collected by the Executive Director on the same billing as national dues.
  - 2.12 The Executive Director shall remit dues so collected to the chapter at appropriate intervals.
- 2.2 Charter members of a chapter to be installed are required to pay national fees and dues as follows:
  - 2.21 Active members of the Society, who have paid national dues for the current year, shall pay no additional fee.
  - 2.22 Inactive members of the Society, who have not paid national dues for the current year, shall pay national dues before being recognized as charter members but shall pay no national initiation fees.
  - 2.23 Charter members who were not members of the Society previously shall be initiated and pay full initiation fees and any dues or fees required by the chapter.

# ARTICLE X Motto and Insignia

- Section 1 The motto of the Society shall be *Philosophia Krateitō Phōtôn*, interpreted to mean, "Let the love of learning rule mankind."
- Section 2 The badge of the Society shall be a half-globe, facing forward, girded by a band bearing the initials of the motto in Greek,  $\Phi K\Phi$ , and with the rays of the sun surrounding the globe in the fashion of a corona, represented as being in eight (8) groups.
- Section 3 The seal of the Society shall consist of the badge surrounded by a crenelated line symbolizing the Walls of Troy, above which are three (3) stars representing the original chapters and below, the inscription "Founded 1897."
- Section 4 The ribbon of the Society shall be white, bearing in a contrasting color the letters of the Society and a meander pattern common in ancient Greek art.
- Section 5 The specifications for the official ritual and insignia of the Society shall be preserved by the Executive Director for appropriate use. The purchase or consignment of insignia shall be made only from the National Office on orders properly certified by the secretary or treasurer of the chapter and countersigned by the Executive Director.

# ARTICLE XI Rules of Procedure

Section 1 The Board or any Convention may establish such rules of procedure as may be necessary for implementing the provisions of these Bylaws and for governing the Society.

Section 2 Such procedure shall become operative at the time designated by the Board or the Convention and shall be published and distributed to national and chapter officers.

Section 3 Robert's Rules of Order, as most recently revised, shall govern the proceedings of meetings of the Society when not in conflict with these Bylaws.

# ARTICLE XII Amendments and Revisions of Bylaws

Section 1 Amendments and revisions may be initiated by a chapter, a national *ad hoc* committee appointed by the President, or the Board.

Section 2 Such proposed amendments and revisions shall be reviewed by the Board. A majority vote of the Board shall be required for endorsement.

Section 3 Any proposed amendment initiated by a chapter which did not receive the Board's endorsement can be placed before the Convention if ten (10) chapters endorse the proposal.

Section 4 Such proposed amendment endorsed by the Board or ten (10) chapters shall be submitted at least six (6) months prior to a Convention to the Executive Director who, in turn, will notify the chapters at least one (1) month prior to the Convention.

Section 5 A two-thirds (2/3) vote of a Convention is required to amend or revise these Bylaws.

# ARTICLE XIII Relationship Between The Honor Society of Phi Kappa Phi and The Phi Kappa Phi Foundation

Section 1 The Honor Society of Phi Kappa Phi shall transfer funds to the Phi Kappa Phi Foundation, incorporated as a nonprofit, public corporation in 1969, for fellowships, scholarships, and other educational and charitable activities.

Section 2 The Society may transfer funds in excess of operating needs into the Foundation's accounts as recommended by the Executive Director and approved by the Board.

Section 3 Officers of the Honor Society of Phi Kappa Phi also serve as officers of the Phi Kappa Phi Foundation.

Revised and adopted by the Triennial Convention, August 13, 1986. First printing: January 1987