

PHI DELTA KAPPA INTERNATIONAL

THE AMERICAN UNIVERSITY CHAPTER  
WASHINGTON, DC



# BY-LAWS

Revised July 2021  
Approved 11/2021

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**ARTICLE I: NAME**

The name of this organization shall be the American University Chapter of Phi Delta Kappa *International*. Its purpose shall be to promote quality education, with particular emphasis on publicly supported education, as essential to the development and maintenance of a democratic way of life.

**ARTICLE II: OFFICERS**

- Section 1      The officers of the American University Chapter shall be president, treasurer, financial secretary, membership representative, secretary, historian, foundation representative, program representative, newsletter editor, delegate, alternate delegate, immediate past-president and chapter advisor.
- Section 2      Any professional member in good standing is eligible for office. However, the chapter advisor should be a senior member or past president thoroughly familiar with Phi Delta Kappa as an international organization and a local entity.
- Section 3      The officers in Section 1 shall be elected by majority vote by secret ballot. Their term of office shall begin upon installation which shall take place not later than June of any year. The fiscal year and the term of office need not be concurrent.
- Section 4      The term of office shall be two years for all chapter officers.
- Section 5      Nominations:
- a) Officers shall be nominated by a committee of at least three members appointed by the president with the approval of the executive committee. The nominating committee shall be appointed at least two months prior to the date set for the elections.

- b) The nominating committee shall present the slate of nominees at a regular meeting, the election meeting.
- c) Nominations may be made from the floor at the meeting provided that the consent of the nominee has been obtained.

Section 6 Any officer may be removed from office after a hearing by a special vote of two-thirds of the members present at a regular or a special meeting called for this purpose. All members shall be previously notified of such a meeting. The reasons for removal must be shown to be for the benefit and well-being of the chapter.

Section 7 In the event that a vacancy occurs in any office due to resignation, death, or removal, the office shall be filled in accordance with the following:

- a) If the vacancy occurs in the office of president, the program representative shall become the president. If the program representative is unable to assume the office of president, the process in “b” below shall be implemented.
- b) If the vacancy occurs in any office other than the president, the Executive Committee shall act as a nominating committee to provide the nominee(s), and a special election shall be held following the procedure of a regular election.

### **ARTICLE III: DUTIES OF OFFICERS**

Section 1 The president shall be responsible for the leadership and executive direction of the chapter. The president shall appoint all standing committee chairpersons and shall be an *ex officio* member of each committee.

Section 2 The program committee representative shall be responsible for working with the president and executive committee to set the schedule of events for the year. Additionally, the program representative shall be responsible for all duties delegated to him/her by the president.

Section 3 The membership representative shall chair the membership committee. The membership committee shall organize and carry out procedures to receive nominations from members and self-nominees for membership according to eligibility requirements; orient the eligible candidates to Phi Delta Kappa International; present eligible candidates to the chapter; and conduct an initiation as specified in the ritual approved by the chapter.

Section 4 The secretary shall:

- a) Keep an accurate roster of the members, with current addresses.

- b) Notify officers of their appointment or election, if necessary.
- c) Carry on and receive all necessary correspondence.
- d) Represent the organization with an appropriate expression of sympathy upon learning of the illness or death of a member.
- e) Process all transfers to and from other chapters of Phi Delta Kappa.
- f) Take minutes of meetings and keep an accurate record of the same.
- g) Present minutes of each meeting to the membership.

Section 5 The treasurer shall:

- a) Receive and deposit, intact, all funds received from the financial secretary.
- b) Give the financial secretary a receipt for monies received.
- c) Disperse funds.
- d) Present a monthly report.
- e) Keep an itemized account of all money received and all disbursements made.
- f) Submit an annual treasurer's report to the executive committee one week before the report is presented to the chapter.

Section 6 The financial secretary shall:

- a) Receive and give proper receipts for funds received in the name of the Chapter from dues, initiation, badges, contributions, etc.
- b) Submit all monies collected to the treasurer.
- c) Prepare and submit a membership report to the Chapter.
- d) Keep a current and accurate record of the financial status of each Chapter member.

Section 7 The historian shall, with the aid of a committee, prepare and present a yearly historical report to the chapter.

Section 8 The foundation representative shall, with the aid of a committee, develop and implement strategies and programs to cultivate and solicit donors to contribute to the Chapter scholarship program.

Section 9 The newsletter letter editor shall publish the newsletter quarterly, detailing the activities of the chapter and educationally relevant items.

Section 10 The delegate and/or the alternate delegate shall represent the chapter at various educational conferences and shall give full reports to the chapter.

Section 11 The immediate past president shall be a member of the executive committee and shall work with the committee on various projects.

Section 12 The chapter advisor shall serve as a liaison between the Chapter and The American University and establish a working relationship with the appropriate university officials and have responsibility for oversight of the chapter.

Section 13 All retiring officers shall deliver to the president all money, records, books and papers, or other property belonging to the chapter within one month of their retirement from office, or to their respective successors upon election.

#### **IV. BOARD OF DIRECTORS**

The Board of Directors shall consist of at least six (6) Directors plus the Chapter President and Vice President (Program Representative). The Board of Directors officers will be the Chairman, Vice Chairman, and Secretary.

Section 1 Election and Term of Office

The election and term of office for members of the Board of Directors shall be the same as for Chapter officers. See “Article II, Sections 2 – 6.”

Section 2 Vacancies

Vacancies on the Board of Directors shall be filled by a consensus of the other Board members. Vacancies may be filled by nomination of members in good standing of the Chapter.

Section 3 Duties – The Board of Directors shall:

- a. Review and approve all contracts and agreements of the Chapter.
- b. Formulate policy and provide management direction to Chapter officers in accordance with the Bylaws.
- c. Have the authority to approve or reject a decision or proposal made by an Executive Officer.
- d. Implement policies adopted by the Board at Annual Meetings.
- e. Elect a chairman by majority vote at the beginning of each new term of the Board. This election shall be held by ballot.

Section 4 Operations

The Board of Directors shall meet to conduct business quarterly. The Board of Directors shall give due notice, at least two weeks, of all meetings. The Directors will meet to review and approve the Proposed Program Budget Plan and to review and approve the Budget Review. The Chairman may conduct business on other occasions, as circumstances require.

Section 5      Resignation

Any Director may resign by tendering a letter of resignation to the Board of Directors.

Section 6      Removal from Office

Any Director who fails to perform the duties of the office of Director may be removed as a Director by a two-thirds vote of the remaining members of the Board of Directors.

**ARTICLE V: MEMBERSHIP**

Section 1      The qualifications and eligibility of candidates shall be determined in accordance with the provisions set forth by The American University Chapter Membership Committee.

Section 2      The name of the candidate together with pertinent information shall be submitted to the head of the membership committee by a member in good standing or an individual seeking membership on or before a date specified by the chair.

Section 3      The Membership Committee shall:

- a) Act in accordance with the provisions of The American University Chapter By-Laws.
- b) Review all information on the applicant.
- c) Determine whether or not the candidates meet the qualifications for membership as set forth in Section 1 above.
- d) Prepare a list of candidates recommended for membership.
- e) Present for a chapter vote only nominations for membership that have been recommended by the membership committee.

Section 5      Balloting shall be secret. A record of the balloting shall be made on each application. Election to membership shall be approved by the affirmative vote of two-thirds of the members present at the meeting and voting.

Section 6      The membership representative shall notify successful candidates of their election to the chapter and provide them with necessary information concerning initiation. The membership representative shall also notify candidates who were not admitted of the decision.

## **ARTICLE VI: MEETINGS**

- Section 1 Regular meetings shall be planned by a program committee and held e at least six times during the year. One of the required meetings must be the Initiation Meeting.
- Section 2 A special meeting may be called by the president, provided:
- a) The business of the meeting is stated prior to the meeting.
  - b) Each member is previously notified five days in advance.
- Section 3 The order of business at a regular meeting shall be as follows although it may be altered at the discretion of the president or other presiding officer:
- a) Call to order and opening ceremony
  - b) Approval of minutes of the last meeting
  - c) Reading of relevant communications
  - d) Report of officers
  - e) Reports of standing committees
  - f) Report of appointed committees
  - g) Unfinished business
  - h) New business
  - i) Program for the meeting
  - j) Adjournment and closing ceremony

## **ARTICLE VII: FINANCIAL AFFAIRS**

- Section 1 The annual chapter dues of The American University Chapter shall be set by the executive committee and announced to the membership verbally, through the newsletter, and by other appropriate means.
- Section 2 The chapter shall adopt a budget for each fiscal year. The budget shall be prepared by a committee appointed by the president with the treasurer serving as chair. The budget shall be presented at the May meeting. Budget items shall be presented to the committee at least 30 days prior to the date of the May meeting.
- Section 3 The treasurer shall present the yearly report at the annual meeting set aside for this purpose.

## **ARTICLE VIII: EXECUTIVE COMMITTEE**

Section 1 The executive committee shall consist of the elected officers of the chapter and such other persons as the president may designate.

Section 2 The executive committee shall have the usual powers to transact business and may recommend action to the chapter on such matters as it deems necessary.

#### **ARTICLE IX: NEWSLETTER**

Section 1 The American University Chapter shall publish four (4) newsletters during the year.

Section 2 The editor of the newsletter is an elected officer of the Chapter.

#### **ARTICLE X: AMENDMENTS**

Section 1 These by-laws may be amended by the following procedures:

- a) Proposals to amend the by-laws shall be presented to the chapter at a regular meeting.
- b) Approval of the amendments shall be considered at the regular meeting subsequent to their presentation, and all members shall be notified that a vote on the amendments will be on the agenda of said meeting.
- c) A two-thirds majority of the members in attendance shall be necessary for approval of the amendment(s).

Section 2 The secretary of the chapter shall file copies of the revised by-laws with the chapter president, faculty sponsor(s), and shall submit at least two copies to the executive secretary of Phi Delta Kappa International.

#### **ARTICLE XI: RELATION**

Section 1 The functioning of The American University Chapter shall be governed by the provisions of The American University Chapter.

#### **ARTICLE XII: PARLIAMENTARY AUTHORITY**

Section 1 In any areas not explicitly covered by these by-laws, Robert's Rules of Order shall govern this organization.



### **ARTICLE XIII: DISSOLUTION**

In the event of the dissolution of The American University Chapter, all remaining assets, after paying or making provision for the payment of all of the liabilities and obligations of the Chapter for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section and any future federal tax code, as the Board of Directors shall determine. In no event shall any of such assets or property be distributed to any director or officer or any private individual.