

**THE BYLAWS OF  
THE HONOR SOCIETY OF PHI KAPPA PHI, INC.  
A Nonprofit Corporation**

**PREAMBLE**

The Honor Society of Phi Kappa Phi, Incorporated, a nonprofit corporation registered under Section 501(c)(3) of the Internal Revenue code, is 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 organization is the successor to an unincorporated association known as The Honor Society of Phi Kappa Phi. In these Bylaws, this organization will be referred to as the "Society" or "Phi Kappa Phi," and the Society Board of Directors will be referred to as the "Board."

**ARTICLE I  
Name and Mission**

*Section 1.* The name of the organization is The Honor Society of Phi Kappa Phi.

*Section 2.* The mission is to recognize and promote academic excellence in all fields of higher education and to engage the community of scholars in service to others.

**ARTICLE II  
Governance**

*Section 1.* Chartering of Chapters

1.1 A chapter may be established in any college or university that holds regional accreditation, offers a baccalaureate degree, adheres to the Phi Kappa Phi mission, manifests its standards of quality, and meets basic institutional requirements as approved by the Board.

1.2 The Board will establish policies and rules for chartering and rechartering.

*Section 2.* Functions of Chapters

2.1 Recognize outstanding achievements through invitation to membership.

2.2 Sponsor programs and activities that support and recognize scholarship and/or service.

2.3 Hold two or more meetings a year, one of which should be an initiation.

2.4 Send a delegate to Society Conventions and other relevant meetings or workshops.

### *Section 3. Chapter Bylaws*

3.1 Align chapter bylaws with the bylaws of the Society.

3.2 File revisions with the Executive Director of the Society.

3.3 Specify a quorum for meetings in the chapter bylaws.

3.4 When chapter bylaws are updated solely to reflect changes in Society bylaws as approved by a Convention, the chapter bylaws affected by those national changes may be amended without a vote of the general membership.

3.5 When the Society bylaws are changed in such a manner that necessitates revision of chapter bylaws, if any chapter has not sent updated bylaws to Headquarters within 90 days of receipt of those revisions, the Headquarters staff will make the necessary revisions and send the updated version to the chapter.

### *Section 4. Chapter Governance*

4.1 The elected officers will include at minimum an executive committee composed of a President, a President-Elect, a Secretary, a Treasurer, and two Student Vice Presidents. Additional offices may be established as the chapter may prescribe. Student members may hold any chapter office with the exception of President, President-Elect, Secretary and Treasurer. Chapter officers must maintain active membership (see Article III.2.1) in order to hold office.

4.2 Chapters will determine the terms of office. When an election occurs, a report will be sent promptly, and in no case later than June 15, to Headquarters.

4.3 The management of the chapter will be vested in the executive committee.

4.4 At Conventions or times the Society deems necessary, the chapter's delegate will vote on behalf of the chapter.

### *Section 5. Chapter Inactive Status and Charter Withdrawal*

5.1 Inactive Status

5.11 The Board by a majority vote may place a chapter on inactive status if the chapter has not initiated new members within a three-year period.

5.12 The residual assets of any chapter placed on inactive status will be held in a restricted Society account.

## 5.2 Charter Withdrawal

5.21 The Board by a two-thirds vote may withdraw the charter if a chapter has been declared inactive after a period of three years.

5.22 The Board by a three-fourths vote may withdraw the charter of any chapter if deemed in the best interest of the Society.

5.23 The residual assets of any chapter whose charter has been withdrawn will revert to the Society.

## Section 6. Regional Organization

6.1 The chapters of the Society will be grouped in regions, the names and boundaries of which are established by the Board.

6.2 The chapters of each region will be represented on the Chapter Development Committee (see Article VI.1.5) by an elected Regional Vice President.

6.3 The delegates from each region will meet during the Biennial Convention.

## **ARTICLE III Membership**

*Section 1.* Membership in the Society is open to scholars with integrity and high ethical standards from all academic disciplines without regard to race, color, gender, national origin, religion, age, disability, genetic information, or sexual orientation.

*Section 2.* The following membership categories are authorized:

2.1 Active members of the Society are those who have paid Society dues for the current year. Those who pay both Society dues and chapter dues (where required by the chapter) are also active members of the Society and the chapter. Members who choose may become active members in more than one chapter by submitting chapter dues to each chapter.

2.2 Life members are those who have been invited and initiated and have paid the life membership fee or have been accorded this status by the action of the Board. Life

members of the Society who wish to remain active chapter members must continue to pay any required chapter dues, as determined by each chapter.

2.3 Special Memberships are conferred upon approval of the Executive Director, Society President and appropriate Regional Vice President and upon the payment of appropriate fees.

2.31 A member who has served the Society in an outstanding manner may be nominated for distinguished membership by a member or a chapter. The individual will receive a life membership in Phi Kappa Phi and a distinguished member certificate.

2.32 A nonmember (not an alumnus/alumna, employee, or student of the chapter's institution) who has achieved eminence in some academic, creative, intellectual or other career endeavor may be nominated for honorary membership by a member, chapter, or the Board. The individual will receive a life membership in Phi Kappa Phi and an honorary member certificate.

2.4 Members who fail to pay Society dues for the current year are inactive members who do not enjoy the privileges of voting, serving on committees, or serving as chapter or Society officers.

*Section 3.* Eligibility for membership in an institutional chapter may be determined separately for each academic unit or program, e.g., department, school, or college. For those institutions that do not rank students using grades, the chapter will include the method of determining eligibility in its chapter bylaws. Those persons who are recognized by individual chapters may be invited in compliance with the following standards:

3.1 Undergraduate students in any department of a college or university who have completed at least 24 semester hours or the equivalent at that institution, and

3.11 who, in their junior year, rank academically in the upper 7.5 percent of the class, after completing at least two academic years or 72 semester hours or the equivalent, or

3.12 who, in their senior year, rank academically in the upper 10 percent of the class after completing at least three academic years or 90 semester hours or the equivalent at the time of invitation.

3.2 Graduate and professional students in any department of a college or university who have completed at least 18 semester hours or the equivalent at that institution and as post baccalaureate students rank academically in the upper 10 percent of all graduate and professional students.

3.3 Former students who meet the requirements for membership who have graduated since the most recent invitation of members in the chapter.

3.4 Members of the institution's faculty, administration, professional staff, alumni, or community leaders who exhibit excellence and high ethical standards may be extended membership.

3.41 The number invited may not exceed 4 percent of the number of students invited by the chapter that year.

3.42 Chapters that invite fewer than 200 students per year may be allowed to initiate a maximum of eight persons per year.

*Section 4.* All invitations to membership will be approved by a two-thirds vote at a regularly called meeting of the chapter at which a quorum is present or by mail/electronic mail ballot sent to all active members or by the chapter's Executive Committee.

*Section 5.* Active members (see Article III.2.1) have access to all available benefits offered by the Society and are eligible to serve on Society committees and hold Society office.

#### *Section 6.* Membership Responsibilities

6.1 Members should conduct themselves at all times in a manner consistent with integrity and high ethical standards.

6.2 If a member fails to behave with integrity and high ethical standards, the person's membership may be revoked by the chapter's Executive Committee or by the Society's Board of Directors. If the membership is revoked, the person has the right to appeal this decision to the Board, Executive Director and appropriate Regional Vice President.

### **ARTICLE IV Board of Directors**

*Section 1.* Between conventions, the governance of the Society is vested in the Board of Directors. Members of the Board include Society President, President-Elect, Immediate Past President, Vice President for Chapter Development, five Directors and two Student Representatives. The Society President serves as chair of the Board.

#### *Section 2.* Authority and Responsibilities

2.1 Specific authority and responsibilities will include, but not be limited to, the following:

2.11 Purchase land and/or buildings for Society Headquarters or other offices by a two-thirds majority vote of the Board.

2.12 Recommend to the Convention changes in fees, dues, and assessments of the Society.

2.13 Recommend to the Convention revisions to the bylaws as necessary.

2.14 Publish and approve policies pertaining to all Society publications.

2.15 Support fundraising efforts for the Foundation.

2.16 Perform additional duties and responsibilities as outlined in the policies and procedures manual.

### *Section 3. Election and Terms of Office*

3.1 A slate of candidates approved by the Board will be presented by the Nominating Committee.

3.2 Nominations from the floor may be considered consistent with the Governance Rules and Procedures of the Convention (see Article VII).

3.3 Board members are elected at Convention.

3.4 Board members may serve no more than two consecutive two-year terms in the same office with the exception of Student Representatives who may serve no more than a single term. The Society President may be elected to no more than a single two-year term.

### *Section 4. Vacancies*

4.1 Vacancies will be filled by a majority vote of remaining members of the Board of Directors for the unexpired term.

4.2 If the Society President is not able to serve, the President-Elect will become the Society President for the remainder of the biennium and then will serve a full term as Society President.

*Section 5. Removal of Board Members.* Upon evidence of any officer's inability to serve, the Board by a two-thirds vote may declare that office to be vacant.

### *Section 6. Compensation*

6.1 All Society Board members will serve without monetary compensation and sitting Board members are ineligible for any monetary Phi Kappa Phi award throughout the tenure of their term.

### *Section 7. Meetings*

7.1 The Board will meet at least annually between Biennial Conventions at such times and places as designated by the Society President. Special meetings will be convened by the Society President when requested by a majority of the Board.

7.2 A quorum shall consist of a simple majority of Board members.

*Section 8.* The Board will report its activities annually, which will be made available to all members.

## **ARTICLE V Executive Director**

The Executive Director is appointed by the Society President with the concurrence of the Board and serves at the will of the Board, manages the Society Headquarters and staff, serves as secretary of the Society, serves on committees and performs such other duties as the President or Board may prescribe, and has responsibility for the oversight of financial operations of the Society.

## **ARTICLE VI Committees and Councils**

*Section 1.* All committees and councils are advisory to the Board. These include:

### 1.1 Executive Committee

1.11 Consists of the Society President (as chair), President-Elect, Past President, and Vice President for Chapter Development.

1.12 Meets when necessary to act on behalf of the Board.

### 1.2 Finance and Budget Committee

1.21 Consists of Society President, President-Elect, Past President, two Directors appointed by the President, and the Executive Director (non-voting *ex officio*).

1.22 Reviews the annual budget, the proposed biennial budget, and the professional audit report and submits each to the Board for approval.

### 1.3 Bylaws Committee

1.31 Consists of five members appointed by the Society President, at least one of whom is a member of the Board.

1.32 Reviews the *Bylaws* and considers recommendations for amendments received from chapters, committees, individual members, and/or the Board and forwards proposed amendments to the Board.

### 1.4 Nominating Committee

1.41 Consists of five persons representative of the Society as a whole and is appointed by the President.

### 1.5 Chapter Development Committee

1.51 Consists of Regional Vice Presidents and the Vice President for Chapter Development, who serves as its chair.

### 1.6 Additional Committees

1.61 Additional committees are appointed by the President as the needs and welfare of the Society demand. The Society President defines the functions of each committee and appoints the chairperson.

1.62 Operational committees are listed in the Policies and Procedure Manual.

### 1.7 Council of Students

1.71 Consists of no fewer than five members, representative of the student membership as a whole.

## Section 2. Appointment and Terms of Office

2.1 The Society President will appoint committee members including the chair of each committee unless otherwise specified. The President and President-Elect serve as non-voting *ex officio* members of all committees with the exception of the Nominating Committee on which they do not serve.

2.2 Committee members may serve no more than two consecutive two-year terms on the same committee with the exception of the Council of Student members who may serve no more than a single term.

## **ARTICLE VII Conventions**

*Section 1.* A Convention, either Biennial or Special, consists of one delegate from each chapter and the members of the Board.

*Section 2.* In a Convention, each chapter delegate and each member of the Board has one vote. A member of the Board who serves as a chapter delegate has only one vote.

*Section 3.* The President and the Executive Director serve as the presiding officer and secretary, respectively, of a Convention.

### *Section 4.* Powers and Responsibilities

4.1 A Convention is vested with the authority of the Society subject to the Articles of Incorporation and Bylaws.

### *Section 5.* Governance Cycle

5.1 The Society meets in convention biennially.

#### 5.2 Special Convention

5.21 The Society President will call a Special Convention when requested by two-thirds of the members of the Board or one-third of the chapters.

5.22 Should the need or request for a Special Convention arise, chapters will be given 90 days' notice of the place, date, and purpose.

*Section 6.* A Convention quorum is a simple majority of official delegates registered for the Convention.

## **ARTICLE VIII Fees, Dues, and Assessments**

### *Section 1.* Society Fees, Dues, and Assessments

1.1 The following types of fees, dues, and assessments may be collected by the Society:

1.11 Chapter acceptance fees

1.12 Initiation fees

1.13 Membership dues

1.14 Special assessments

1.2 Establishment of amounts

1.21 The Board establishes the amount of fees, dues, and assessments.

## *Section 2. Chapter Fees and Dues*

2.1 Each chapter will have authority to determine chapter initiation fees, chapter dues, and chapter Life dues.

## **ARTICLE IX Motto and Insignia**

*Section 1.* The motto of the Society is *Philosophía Krateítō Phōtōn*, interpreted to mean, “Let the love of learning rule humanity.”

*Section 2.* The badge of the Society is a globe, girded by a band bearing the initials of the motto in Greek, ΦΚΦ, and with the rays of the sun surrounding the globe in the fashion of a corona, depicted in eight groups representing the eight original academic disciplines.

*Section 3.* The seal of the Society consists of the badge surrounded by a crenellated line symbolizing the walls of Troy, above which are three stars representing the original chapters and below which is the inscription “Founded 1897.”

*Section 4.* The ribbon of the Society is 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 of initiation and insignia are preserved by the Executive Director for appropriate use. Purchase or consignment of insignia is available only through Society Headquarters.

*Section 6.* All insignia are trademarked and may be used only for official Society business.



*Badge*



*Seal*



*Ribbon*

**ARTICLE X  
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 procedures will become operative at the time designated by the Board or the Convention and will be published and distributed to Society chapter officers and members.

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

**ARTICLE XI  
Relationship between The Honor Society of Phi Kappa Phi and  
The Phi Kappa Phi Foundation**

*Section 1.* The Society will transfer funds to The Phi Kappa Phi Foundation for educational and charitable activities.

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

**ARTICLE XII  
Amendments and Revisions of Bylaws**

*Section 1.* Amendments and revisions may be proposed to the Bylaws Committee by a chapter, a Society committee, the Board, or an active member.

*Section 2.* Such proposed amendments and revisions will be reviewed by the Bylaws Committee, and any recommendations will be forwarded to the Board.

*Section 3.* A quorum (see Article VIII.6) being present, a two-thirds majority of delegates present and voting at the time of Convention is required to amend or revise these Bylaws.

*Section 4.* In special circumstances to be determined by the Board, a mail ballot or electronic mail ballot may be substituted for a Convention vote, with two-thirds of the chapters casting votes necessary to amend or revise these Bylaws.