

*The*  
PHI BETA KAPPA  
*Society*

CONSTITUTION  
AND  
BYLAWS



2009-2012

1606 NEW HAMPSHIRE AVE. NW  
WASHINGTON, D.C. 20009

## HISTORICAL NOTES

In 1881 there were twenty active chapters of Phi Beta Kappa. At the centennial celebration of the Alpha of Massachusetts Chapter at Harvard on June 30 of that year, to which the other chapters had been invited to send representatives, a proposal was made to effect a closer union. After due consideration then and in later meetings, the chapter delegates prepared, adopted, and ratified a constitution; and on September 5, 1883, the first National Council of the United Chapters of the Phi Beta Kappa Society began its sessions. The original Constitution and Bylaws were amended frequently by subsequent Councils, most extensively in 1937 by the nineteenth Council. In 1988 the name of the general society was changed from the United Chapters of Phi Beta Kappa to the Phi Beta Kappa Society.

Amendments passed between 1940 and 1964 are listed in the 1964 edition of the Constitution and Bylaws; amendments passed between 1967 and 1973 in the 1973 edition; and amendments passed between 1976 and 1985, in the 1985 edition. Significant actions approved by various Councils include the following:

- 1931 Established a Committee on Qualifications to assess applications for new chapters.
- 1937 Adopted provisions for establishing sections of existing chapters. Granted associations formal status in the Council.  
  
Established a Nominating Committee, elected by the Council and charged with making nominations for Senators, officers, and members of the Nominating Committee.
- 1967 Extended voting privileges of associations to include the vote on Senators.
- 1976 Extended voting privileges of associations to include the vote on amendments to the Constitution.
- 1988 Eliminated provisions for establishment of sections.  
  
Changed the name of the general society from the United Chapters of Phi Beta Kappa to the Phi Beta Kappa Society.
- 1991 Extended voting privileges of associations to include the vote on new chapter charters.
- 2000 Adopted revised Constitution and Bylaws.
- 2009 Adopted the current Constitution and Bylaws.

*Whereas* the Phi Beta Kappa Society has not hitherto exerted upon the intellectual life of America an influence commensurate to its true and legitimate importance, having been precluded therefrom by the lack of any regular method of ascertaining and expressing the views of the Society as a whole;

*And whereas* it is highly desirable that a voice and utterance should be given to the collective learning, wisdom, and experience of the Society, in order that the Society may obtain that influence and moral power which legitimately belong to it;

*And whereas* this object cannot otherwise be attained than by entrusting the expression of the opinions of this Society to some sufficiently representative body delegated by the several chapters: . . .

*Resolved*, That this Convention does hereby earnestly recommend to all chapters of the Phi Beta Kappa Society to choose delegates to the number of three for each chapter of the Society, to meet together . . . who when thus assembled shall constitute the National Council of the Phi Beta Kappa Society, and shall have power to express the opinion and sentiment of this Society upon all such questions as may from time to time be presented to said Council for consideration.

*From the record of the commemoration in 1881 of the Centennial of the Alpha of Massachusetts—a resolution offered by Francis Philip Nash (ΦBK Harvard, 1856), the delegate from Hobart College.*

# CONSTITUTION OF THE PHI BETA KAPPA SOCIETY

## ARTICLE I

### *Name*

The name of this organization is the Phi Beta Kappa Society.

## ARTICLE II

### *Purpose*

Since Phi Beta Kappa strives to recognize and encourage scholarship, friendship, and cultural interests, the purpose of the Phi Beta Kappa Society is to pursue these goals by chartering chapters and associations, and by engaging in such other actions as will ensure the vitality of the Society and of its elected members.

## ARTICLE III

### *Membership*

1. The constituent members of the Phi Beta Kappa Society are the chapters and the chartered associations of Phi Beta Kappa.

2. Phi Beta Kappa is composed of persons elected and received into membership by chapters. Members shall be chosen principally from undergraduates in colleges of liberal arts and sciences. The three classes of individual members, chosen in accordance with the requirements of the chapter constitution, are (1) members in course, (2) alumni members, and (3) honorary members. The qualifications for membership in a chapter are high scholarship in the arts and sciences and good character.

## ARTICLE IV

### *The Council*

1. The Council is the legislative body of the Phi Beta Kappa Society and consists of Senators, past presidents of the Society, and delegates from the chapters and chartered associations. Each chapter shall be entitled to three delegates, each chartered association with 25 to 199 members to one delegate, and each with 200 or more members to two delegates. All delegates shall be members of Phi Beta Kappa and of the chapter or association that they represent. A delegate may represent only one chapter or association.

2. The Council shall be empowered to elect Senators, the President, and the Vice President; award and revoke chapter charters; adopt model chapter constitutions; amend the Society's Constitution and Bylaws; consider resolutions expressing the views of the body; and perform all other duties enumerated in the Constitution and Bylaws.

3. Except as otherwise provided, each chapter, chartered association, Senator, and past presidents shall have one vote in the Council. If a chapter or chartered association is

represented by more than one delegate, the delegates may divide their one vote (into halves or thirds).

4. The Council shall meet regularly every third year at a place and time determined by the Senate. Special meetings may be called by the Senate. Delegates from a majority of the combined number of chapters and chartered associations shall constitute a quorum.

## ARTICLE V *The Senate*

1. The Senate is the general administrative body under this Constitution and the Bylaws. It shall consist of twenty-four Senators elected by the Council, twelve at each regular meeting to serve until the adjournment of the second succeeding regular meeting, or until their successors are elected. Ten Senators constitute a quorum. The number of consecutive six-year terms that Senators may serve shall be limited to two.

2. One Senator shall be elected from each district and the remainder from the membership at large. The Nominating Committee shall nominate Senators at large from the membership at large. Each district entitled to the election of a Senator shall, consistent with the requirements of the Bylaws, nominate two candidates for Senator from the district by submitting their names to the Nominating Committee for inclusion in the list of nominees, at least eight months before the Council meeting at which a Senator from the district is to be elected. In the event that a district fails to nominate, the Nominating Committee shall propose two nominees from the district. Each nominee for Senator from a district shall at the time of his or her nomination be a resident of that district.

3. A vacancy in the office of Senator may be filled by the Senate for the period remaining before the next regular Council meeting.

4. The Senate shall meet at least annually, and meetings may be called as needed by the President or by a majority of Senators. The Senate shall transmit to the Council in advance of each Council meeting a report of its acts and the work of the officers, including a complete financial statement audited by a certified public accountant, and other information as may be required or deemed proper. The report shall also cover the work and financial status of the Phi Beta Kappa Foundation, a corporation chartered by the Regents of the University of the State of New York, the purpose of which is to administer trust funds for the Phi Beta Kappa Society. Members and trustees of the Phi Beta Kappa Foundation must be members of Phi Beta Kappa, so chosen that at least four-fifths shall be members of the Senate.

## ARTICLE VI *Officers*

1. The officers of the Phi Beta Kappa Society shall be elected as follows: a President and a Vice President, elected by the Council; a Secretary elected by the Senate and the election reported to the Council; an Associate Secretary and a Treasurer elected by the Senate upon the nomination of the Secretary; and such special officers as may be elected by the Senate and reported to the Council. The President, the Vice President, the Secretary, the Associate

Secretary, and the Treasurer shall also be the officers of the Council and of the Senate. The officers shall perform the normal duties of such officers.

2. If either the President or Vice President is not a Senator at the time of election or is completing a first term as a Senator, then election as an officer will constitute election as a Senator at large or as a district Senator if so nominated and the vacancy in that district thereby filled. In the former case, the number of additional Senators at large to be elected will be reduced by one or two accordingly. If either the President or Vice President is completing a second term as a Senator at the time of election, the officer so elected shall be an *ex officio* member of the Senate in addition to the regular number of Senators.

3. The President shall not be eligible for reelection. The President and Vice President shall serve until the adjournment of the next regular Council meeting, or until their successors have been elected and have agreed to serve, except that the Senate shall have the power *ad interim* to fill a vacancy in either office until the next regular Council meeting.

4. The Secretary, the Associate Secretary, and the Treasurer shall serve under such terms and conditions as may be determined by the Senate. The Secretary shall be the chief executive officer of the Phi Beta Kappa Society.

## ARTICLE VII

### *Chapters*

1. A chapter is a society of members of Phi Beta Kappa organized in an institution of higher learning, authorized to elect individual members, and to represent Phi Beta Kappa on campus. Applications for charters shall be considered by the Senate. If it approves an application, the Senate shall report its recommendation to all chapters, chartered associations, and districts as provided in the Bylaws. A charter shall be granted when the application has been favorably recommended by the Senate and approved by a vote of at least two-thirds of the combined number of the chapters and chartered associations present and voting at the Council, provided that the vote represents a majority of the combined number of all the chapters and chartered associations.

2. Whenever in the opinion of the Senate there are grounds to believe that a chapter has disregarded any of the provisions of its charter, or that there has been serious deterioration in the sheltering institution, the Senate, after having given to the chapter concerned and to the sheltering institution due notice and an opportunity to respond in writing, shall have power of full inquiry and action. The Senate may restrict the privilege of such chapter to elect members, or may amend or suspend its charter. Such action shall require approval by two-thirds of the Senators voting, provided such two-thirds constitute a majority of the total membership of the Senate, and shall be effective until revoked by the Senate. No such action shall be taken until the Committee on Chapters has rendered a report in which the status and practices of such chapter or sheltering institution are found:

- a. To constitute a material loss of the qualifications of the institution, or
- b. To constitute a disregard by the chapter of the provisions of its charter, or
- c. To jeopardize the Society's ideals of scholarship and character and the significance of membership.

The Senate shall report its findings and actions to the Council.

## ARTICLE VIII *Associations*

1. An association is a local organization of individual members of Phi Beta Kappa devoted to the general purposes of the Society but without the power to elect Phi Beta Kappa members. Associations may be chartered or unchartered, as determined by the Senate, which is charged by the Council with granting and withdrawing charters, with recognizing unchartered associations as entitled to represent Phi Beta Kappa in their respective geographical areas, and with accrediting chartered associations as constituent members of the Society, entitled to vote in the Council. The Senate shall exercise general supervision over the laws and activities of the associations.

2. All requests for recognition as an unchartered association or for being granted a charter, and all questions of accrediting for representation in the Council, shall be referred to the Committee on Associations. It shall be the duty of the committee to investigate the qualifications of each group applying for standing as an association and to submit to the Senate the committee's recommendation thereon.

3. Any question regarding the status or practice of an association that may be detrimental to the Society's ideals shall be referred to the Committee on Associations, which shall investigate, upon notice and opportunity to the association to respond in writing, and report its recommendations thereon to the Senate, whereupon the Senate may take such disciplinary action as it may deem justified by the report.

4. Whenever in the opinion of the Senate there are grounds to believe that a chartered association has disregarded any of the provisions of its charter, after giving to the chartered association concerned due notice and an opportunity to respond in writing, the Senate shall have power of full inquiry, and may report its findings, with its recommendations, to the Council. Upon specific recommendation of the Senate, and by a vote of at least two-thirds of the combined number of chapters and chartered associations represented at the Council, provided that the vote represents a majority of the combined number of all the chapters and chartered associations, the Council may suspend or withdraw the charter of the association.

## ARTICLE IX *Districts*

The chapters and chartered associations shall be grouped in such geographical districts as now exist, or as hereafter may be designated by the Council, and the chapters and the chartered associations within each district shall constitute a district unit or conference, which shall have power to establish and maintain its own organization. Matters referred to a district conference may be acted upon by correspondence or by district meetings. Provision shall be made for a meeting of each district conference on the day immediately preceding each regular Council meeting.

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1. The President, Vice President, and no fewer than three Senators elected by the Senate shall constitute an Executive Committee responsible to, and with authority to act for, the Senate *ad interim*. If practicable, three of the elected members of said Committee shall also be members of the Executive Committee of the Phi Beta Kappa Foundation.

2. The Senate shall elect Committees on Qualifications, on Chapters, and on Associations. The Senate shall determine the size of the committees and the terms that members of the committees serve. Due consideration shall be given to geographical representation in selecting the members of the committees. Vacancies shall be filled by the Senate or the Executive Committee.

3. Prior to the convening of each Council, the President shall designate no fewer than three members thereof as a Committee on Resolutions and Motions to hold office until the adjournment of that Council.

- a. Other than as specifically provided herein, the committee shall refer resolutions or motions that seek to effectuate change in the governance, operation, policy, or procedure of the Society, to the Senate for consideration.
- b. The committee shall refer motions and resolutions that seek to express the views of the Council to the Council for consideration. The committee shall consolidate duplicate or similar motions and resolutions, rephrase them into conventional form, and arrange for their orderly presentation to the Council. Such motions and resolutions may also be presented from the floor of the Council.

4. The Nominating Committee shall be composed of seven members, who shall be nominated by the President and elected by the Senate to staggered three-year terms. No more than three members of the committee shall be currently serving Senators. At least one member shall be an officer or actively serving member of a Chapter and shall be nominated in consultation with the Committee on Chapters. At least one member shall be an officer or actively serving member of an Association and shall be nominated in consultation with the Committee on Associations. Due consideration shall be given to geographical representation. No member of the committee shall serve more than six years. The President shall designate the committee chair. Vacancies shall be filled by the President. The Nominating Committee shall make nominations, as herein provided, for Senators and for President and Vice President. The Nominating Committee shall nominate at least two candidates for each Senate seat to be filled and for Vice President. The committee shall solicit recommendations for potential nominees from all chapters and associations at least three months before making nominations, and shall notify all chapters and associations of its nominations at least six months prior to the election. Vacancies occurring in the list of nominees subsequent to the notification to the chapters and associations shall be filled by the Nominating Committee. Nominations for Senators at large, for President and Vice President,

and for members of the Nominating Committee may be added to the list from the floor of the Council.

5. Other committees may be created by the Council or by the Senate and shall be appointed by the President unless other provision therefor is specifically made. Unless otherwise specified, the President shall be *ex officio* a member of such committees.

## ARTICLE XI

### *Bylaws*

The Society may establish bylaws to clarify its policies and procedures, provided such bylaws are consistent with this Constitution in word and intent.

## ARTICLE XII

### *Amendments*

1. Either the Council, by a two-thirds vote of the combined number of all chapters and chartered associations voting, or the Senate, by a two-thirds vote of its total membership, may initiate amendments to this Constitution. In either case, the vote on such amendments will take place at the next regular Council meeting. The Senate must mail a copy of any amendments to all chapters and chartered associations at least six months before the Council meeting that will vote for or against ratification. Ratification requires a favorable vote by two-thirds of the combined number of chapters and chartered associations present and voting. Ratification further requires that the chapters voting for the amendment or amendments constitute a majority of all chapters. Unless an amendment specifies otherwise, all amendments take effect at the conclusion of the Council that approved them.

2. Any of the bylaws of the Society may be suspended, amended, or repealed at any Council meeting by a three-fourths vote of the combined number of chapters and chartered associations voting; or if a proposed bylaw change shall have been favorably reported by the Senate to each chapter and chartered association at least six months prior to the session of the Council, by a vote of two-thirds of the combined number of chapters and associations voting. An approved bylaw change shall take effect at the conclusion of the Council in which it was adopted, unless the bylaw change specifies otherwise.

## BYLAWS OF THE PHI BETA KAPPA SOCIETY

### BYLAW 1 *General Offices*

The offices of the Phi Beta Kappa Society shall be at such place in the United States as the Senate shall appoint, and shall be in the charge of the Secretary.

### BYLAW 2 *Officers*

The Senate shall prescribe such terms and conditions of service for the officers of the Society that it elects (Secretary, Associate Secretary, Treasurer, and such other officers as are authorized by the Council) as are appropriate. These terms and conditions shall be made known to those officers and may be revised as the Senate determines.

### BYLAW 3 *The Council*

1. Regular meetings of the Council, as far as practicable, shall be held alternately in the eastern and in the middle or western part of the United States.

2. Notice of every regular and special Council meeting, stating the time and the place and, in the case of a special Council, the purposes thereof, shall be mailed, at such time as the Senate shall determine, to every chapter and chartered association.

3. In the regular Council meetings, business shall generally be ordered as follows:

- a. Call to order
- b. Announcement of committee membership\*
- c. Report of the Senate
- d. Report on credentials
- e. Consideration of the minutes of the previous Council
- f. Amendments to the Constitution or Bylaws
- g. Election of officers
- h. Report of the Committee on Qualifications
- i. Reports of other committees
- j. Election of Senators
- k. Other business
- I. Adjournment

\*As previously appointed by the President.

### BYLAW 4 *Meetings of the Senate*

The Secretary shall give due notice to each Senator of each meeting of the Senate. Senators shall receive from the Phi Beta Kappa Society reimbursement of expenses incurred by them in travel to attend meetings of the Senate and the Council.

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1. The Committee on Qualifications shall consider all institutions from which applications for a charter have been made, and shall submit to the Senate, with the complete data assembled, the committee's recommendations concerning institutions found qualified for the establishment of a chapter of Phi Beta Kappa.

2. The Senate shall report these recommendations, as finally amended and approved by it, together with a summary of the data upon which they are based, to the appropriate district conferences and to all chapters and chartered associations at least six months previous to the regular Council meeting and to the delegates to the Council at the regular meeting, as provided in Article VII of the Constitution.

3. No charter for a new chapter shall be issued until those applying for it have paid to the Treasurer of the Phi Beta Kappa Society a fee of an amount from time to time reviewed, set, and reported to the Council by the Senate.

4. When the Council has passed favorably upon an application, the President and the Secretary of the Phi Beta Kappa Society shall prepare and execute a charter in the following form, bearing the names of such members as the Senate shall have designated as charter members:

PHI BETA KAPPA

Founded  
Williamsburg

Dec<sup>r</sup> 5, 1776  
Virginia

ΦΙΛΟΣΟΦΙΑ ΒΙΟΥ



ΚΥΒΕΡΝΗΤΗΣ

CHARTER  
to

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Members of ΦΒΚ Greeting.

*Whereas*, the liberal principles of our Society should not be confined to any particular place, person or description of persons, but should be extended to the wise and virtuous of whatever community;

*Whereas*, we the members of ΦΒΚ, as a body dedicated from its very founding in the historic year one thousand seven hundred and seventy-six at the College of William and Mary in Virginia to the ideal of excellence in scholarship in the liberal arts and sciences, are willing and desirous to propagate the Society in praiseworthy institutions of higher learning; and

*Whereas*, we are satisfied that you are inspired by an unquenchable desire that your institution be added to the notable company which enjoy the recognition of ΦΒΚ, and we have carefully determined that your institution is possessed of the character and standing that make it particularly worthy of admittance into this association and friendship;

*Therefore*, by virtue of resolution duly adopted by our representatives in the [number] triennial Council of the Phi Beta Kappa Society, we have decreed the establishment at this time of a chapter of ΦΒΚ in [name of institution] at [place of institution] in the State of [name of state], to be known as the [Alpha, Beta, etc.] of [name of state].

*Furthermore*, we have commanded that there issue under the seal of the Society and the hands of the President and the Secretary this Charter in the name of ΦΒΚ.

Accordingly, you and such others as you may hereafter elect and associate with yourselves in conformity to the law of ΦΒΚ, and your and their successors so elected and associated are hereby incorporated and established as a separate and coordinate branch of the Society and are hereby granted all the powers, privileges, and benefits thereunto appertaining, in as full and ample measure as the members of the existing chapters enjoy: there being at the same time enjoined upon and required of you, in the organization and conduct of the Chapter and as conditions upon which this Charter is granted, strict compliance with the Constitution and Bylaws of the Phi Beta Kappa Society, with the acts of the Council and the Senate, and with the Chapter Constitution herewith transmitted to you; and likewise a devoted effort always to protect the name and the key of ΦΒΚ from imitation and indignities and faithfully to promote the purposes of the Society.

*In Testimony Whereof*, the President and the Secretary of the Phi Beta Kappa Society have hereunto set their hands and caused to be affixed its seal this [spell out number] day of [Month], anno Domini two thousand and [spell out].

.....  
*President*

[SEA I]

.....  
*Secretary*

5. The model Chapter Constitution and Bylaws, which have been enacted by the Council, shall be adopted by chapters as a part of their installation. The Chapter Constitution and Bylaws may be amended or superseded as proposed by the Senate and, having been circulated among all chapters, as ratified by two-thirds of the chapters voting, provided that those voting to ratify constitute a majority of all chapters. Chapters instituted after the model Chapter Constitution and Bylaws have been amended or superseded shall adopt the Chapter Constitution and Bylaws in their new form. The provisions of the model Chapter Constitution and Bylaws are suggested for incorporation in the Constitution and Bylaws of existing chapters. Chapters granted charters before 1883 are not bound by this provision.

6. The President of the Phi Beta Kappa Society, or some member of the Society duly appointed by him or her, shall preside at the organization of a chapter, present the charter, and supervise the adoption of the Chapter Constitution and Bylaws. He or she shall then declare the chapter duly instituted and entitled to all the rights and privileges of chapters in the Phi Beta Kappa Society.

7. If an institution has more than one campus, the privileges of Phi Beta Kappa shall apply only to the campus on which a chapter was established by vote of the Council. To extend Phi Beta Kappa to another campus shall require the establishment of a separate chapter. Chapter sections established before 1989 remain entitled to elect members in course but are not entitled to separate representation at the Council.

8. Each chapter shall report promptly to the Secretary of the Phi Beta Kappa Society the names of all persons received into membership, and shall, as far as possible, report also any necessary or proper information that may be requested by the Secretary or any committee of the Council or Senate. Representatives of the Phi Beta Kappa Society may visit the several chapters from time to time in order that sympathetic and helpful understanding and cooperation may be fostered.

9. Each chapter shall pay to the Treasurer of the Phi Beta Kappa Society a general registration fee of an amount from time to time reviewed, set, and reported to the Council by the Senate for each person received into its membership. The fee for each person received as an alumnus or as an honorary member shall be greater than that for each person received as a member in course.

10. Each chapter shall pay to the Treasurer of the Phi Beta Kappa Society an amount from time to time reviewed, set, and reported to the Council by the Senate for each new member toward a special fund to meet, as far as the fund permits, the traveling expenses of one active resident member as a delegate from each chapter to regular Council meetings and other necessary expenses incurred by the Phi Beta Kappa Society in connection with the Council.

11. Phi Beta Kappa keys and other objects bearing the insignia of ΦBK shall be purchased only through an agency authorized by the Senate on such conditions as the Senate may from time to time determine, and shall be worn and used only by members in good standing. The

manufacture, sale, and use thereof shall be subject to restrictions approved by the Senate, and effort shall be made to preserve and protect their design and the quality of materials and of workmanship, and to prevent the unauthorized manufacture, sale, or use thereof or imitation of them.

12. Each new member shall be entitled to receive such publications of the Society as the Senate may from time to time direct.

13. The Phi Beta Kappa Society shall supply each chapter with an officers' manual of procedure and with a ritual for the installation of chapters and the initiation of members. The use of both the manual and the ritual shall be optional with the chapter. The ritual may be abbreviated or adapted, but the reception of members shall always be conducted with fitting dignity.

14. The Committee on Chapters shall consider all institutions and chapters, and shall submit to the Senate, with complete data assembled, the committee's recommendations concerning:

- a. Any institution in which a chapter is established but which is found to have lost any of its qualifications;
- b. Any chapter found to have disregarded its charter;
- c. Any other matter concerning the status and practices of any institution or chapter that is found to place in jeopardy the Society's ideals of scholarship and character and the significance of membership.

15. The Senate shall report these recommendations, as finally amended and approved by it, together with a summary of the data upon which they are based, to the appropriate district conferences and to all chapters and chartered associations at least six months previous to the regular Council meeting and to the delegates to the Council at the regular meeting, as provided in Article VII of the Constitution.

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1. The Committee on Associations shall consider all associations and groups seeking recognition or accreditation as associations, and advise the Senate of its recommendations. The President shall be *ex officio* a member of the committee.

2. The Senate shall consider the committee's recommendations for issuing a charter, for recognizing an unchartered association, or for accrediting the association for representation in the Council. The Senate shall advise the President and the Secretary of the Phi Beta Kappa Society of those recommendations it approves, and the Secretary shall thereupon issue a charter, a letter of recognition, or a letter of accreditation for representation in the Council.

3. An unchartered association may remain without a charter for a period of six years from the date of organization. At any time within this six-year period, when it has established an active program involving at least twenty-five dues-paying members, it may apply for a charter. If it fails to apply for a charter within the six-year period, the Committee on Associations will review the status of the association to determine whether it may continue to represent Phi Beta Kappa in its geographical district and will make a recommendation to the Senate for action.

4. Each chartered association shall pay to the Treasurer of the Phi Beta Kappa Society an amount from time to time reviewed, set, and reported to the Council by the Senate for each new member toward a special fund to meet, as far as the fund permits, the traveling expenses of one active resident member as a delegate from each chartered association to regular Council meetings and other necessary expenses incurred by the Phi Beta Kappa Society in connection with the Council.

5. A chair and a secretary for the accredited associations shall be elected to serve for three years by the association delegates at the triennial Council.

#### BYLAW 7 *Districts*

Phi Beta Kappa chapters and associations shall be divided into districts for purposes of nominating district Senators, and for such other purposes as sustain the goals of Phi Beta Kappa and may be best addressed regionally. The boundaries of the districts may be revised by the Council at regular meetings. At present the organization of districts is as follows:

**New England District**

Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, Vermont

**Middle Atlantic District**

Delaware, New Jersey, New York, Pennsylvania

**East Central District**

Illinois, Indiana, Michigan, Ohio

**North Central District**

Iowa, Kansas, Minnesota, Missouri, Nebraska, North Dakota, South Dakota, Wisconsin

**South Atlantic District**

District of Columbia, Florida, Georgia, Maryland, North Carolina, South Carolina, Virginia, West Virginia

**South Central District**

Alabama, Arkansas, Kentucky, Louisiana, Mississippi, Oklahoma, Tennessee, Texas

**Western District**

Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, Wyoming

#### BYLAW 8

### *Procedure*

The proceedings of the Council, in all cases not provided for in the Constitution or the Bylaws, shall conform to *Roberts Rules of Order*, current edition, as reasonably interpreted and applied by the presiding officer in consultation with the parliamentarian. The President shall appoint a parliamentarian for each regular and special Council.

### BYLAW 9 *Official Seal*



1. The official seal of the Phi Beta Kappa Society shall have the design here illustrated. It shall be in the custody of the Secretary and shall be used only on official documents and publications.

2. The device of the seal of the Phi Beta Kappa Society may be used as the device of the seal of an individual chapter, provided that the inscription in connection therewith shall plainly distinguish it as the seal of such individual chapter.

### BYLAW 10 *Motions and Resolutions*

Motions and resolutions offered from the floor at Council meetings shall be approved by majority vote. Other than as specifically provided herein, resolutions or motions that seek to effectuate change in the governance, operation, policy, or procedure of the Society, as opposed to resolutions that seek to express the views of the Council, shall be referred to the Senate for consideration. The officer presiding over the Council meeting shall determine which motions and resolutions must be referred to the Senate for consideration. The Senate shall report to the next triennial Council on its response to those resolutions and motions referred to it.

### BYLAW 11 *Conflict of Interest*

Phi Beta Kappa has a special obligation to uphold the public trust. Each Senator, Foundation board member, officer, committee member, and employee of Phi Beta Kappa, therefore, is required to conduct all of the affairs of the organization in the best interest of Phi Beta Kappa, to avoid the appearance of a conflict between his or her personal interests and those of the organization, and to ensure that he or she does not benefit personally from his or her position in Phi Beta Kappa. Furthermore, each Senator, Foundation board member, officer, and employee of Phi Beta Kappa is required to avoid actions which would further, or give the appearance of furthering, the interest or benefit of any other organization of which he or she is an officer or controlling member at the expense or disadvantage of Phi Beta Kappa.

BYLAW 12  
*District Nomination Procedures*

To promote fairness, inclusiveness, transparency, accountability, and the identification of highly qualified candidates for the leadership of Phi Beta Kappa, District Senators shall be nominated by a duly constituted nominating committee, the members of which must be publicly identified and include members selected from the Associations and the Chapters in that District, and each District nominating committee shall solicit nominations from the membership of the Associations and the Chapters within its District.