

THE D.C. AREA PHI BETA KAPPA
ASSOCIATION

CONSTITUTION

Revision approved June 7, 1992
Second Revision approved April 25, 2004
Third Revision approved June 5, 2010
Fourth Revision approved June 8, 2013
Fifth Revision approved June 11, 2022

ARTICLE I: NAME

A constituent member of the Phi Beta Kappa Society, this Association was organized on December 6, 1913, and chartered on December 14, 1938, as the Phi Beta Kappa Association in the District of Columbia. Since September 1916 it has been recognized as an active association in good standing of more than 25 members, and therefore authorized to send delegate(s) to the Society's Council meetings. In accordance with Article VIII of the Constitution, the name was changed at a business meeting on September 25, 1991, to The D.C. Area Phi Beta Kappa Association.

ARTICLE II: PURPOSE

This Association is under the general supervision and control of the Phi Beta Society. The purpose of this Association shall be to uphold and promote the Society's ideals of scholarship and character by providing an opportunity for members residing in the District of Columbia or its suburbs and environs for congenial, social, intellectual, and cultural activities, and by recognizing and promoting excellence in scholarship in the area.

ARTICLE III: MEMBERS

Only persons duly elected to Phi Beta Kappa who reside, or resided at the time of joining this Association, in the District of Columbia or its suburbs and environs are eligible for membership. Payment of annual dues, as applicable, is required for membership in good standing and conveys the privilege of one vote on business matters presented to all members of the Association.

ARTICLE IV: OFFICERS AND THEIR DUTIES

The officers of this Association shall consist of a President, Vice President of Chapter Relations, Vice President of Member Experience, Secretary, and Treasurer, whose duties are as follows:

Section 1. The President shall preside at all meetings of the Association, and shall perform

other duties necessary for the proper administration of the Association's affairs.

Section 2. The Vice President of Chapter Relations shall perform duties specifically assigned to this office by the President. In the absence of the President, the Vice President of Chapter Relations shall perform the duties and assume the responsibilities of the President.

Section 3. The Vice President of Member Experience, in addition to acting as President in the absence of both the President and the Vice President of Chapter Relations and performing duties specifically assigned to this office by the President, shall act generally as Program Coordinator.

Section 4. The Treasurer shall receive, dispense, and have custody of the funds of the Association, maintain adequate fiscal records, and perform other relevant duties prescribed by the President or Executive Committee. The Treasurer shall make regular reports to the Executive Committee on the status of the Association's funds, and a year-end financial report at the Annual Business Meeting.

Section 5. The Secretary shall keep all official records of the Association other than those maintained by the Treasurer; be responsible for maintaining a current listing of Executive Committee members; and perform other secretarial duties prescribed by the President or Executive Committee.

ARTICLE V: EXECUTIVE COMMITTEE The Executive Committee, chaired by the President, shall be composed of the officers of the Association and up to six additional elected members including, if possible, the immediate past President. Its duties shall be to assure the effective administration of the Association's affairs. The Executive Committee shall meet at the call of the President, or upon the request of at least three other members of the Committee.

ARTICLE VI: FISCAL YEAR

The fiscal year shall begin on January 1 and close on December 31 of the same year.

ARTICLE VII: NONPROFIT STATUS

The Association is organized and is to be operated exclusively for charitable and educational purposes within the meaning of Internal Revenue Code §501(c)(3) (references herein to the Internal Revenue Code, hereinafter "IRC," including the

corresponding section (s) of any future United States tax code). No part of the net earnings of this Association shall inure to the benefit of, or be distributable to its directors, officers, members, trustees, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office. Notwithstanding any other provision herein, the Association shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under IRC §501(c)(3), or (b) by an organization, contributions to which are deductible under IRC §§170(c)(2), 2055(a)(2) or 2522(a)(2). Upon the dissolution of this Association, after paying or making provisions for the payment of all the lawful debts and liabilities of the Association, the assets shall be distributed to one or more of the following categories of recipients, as the Association shall determine:

1. A nonprofit organization or organizations which may have been created to succeed the Association, as long as such organization or any such organization shall qualify as an organization described in IRC §501(c)(3), and/or
2. The Phi Beta Kappa Society, provided that it shall qualify at the time of distribution as an organization described in IRC §501(c)(3), and/or
3. A nonprofit organization or organizations having similar aims and objectives as the Association and which may be selected as an appropriate recipient of such assets, as long as such organization or each such organization shall qualify as an organization described in IRC §501(c)(3), and/or
4. The Federal government, or to a State or local government, but only if such assets will be used for a public purpose.

ARTICLE VIII: BY-LAWS

Provisions shall be made in By-Laws for the election of officers, notification of members,

conduct of meetings, dues, and other matters deemed proper for this Association (or required by the Society), provided such By-Laws shall contain nothing inconsistent with this Constitution, or with the Constitution and By-Laws of the Society.

ARTICLE IX: AMENDMENTS

This Constitution and the By-Laws may be amended by:

1. a two-thirds vote of members present at any Business Meeting, provided that a copy of the proposed amendment, together with a notice of the date, time, and place of the meeting, shall have been given to every member in good standing via the newsletter or other individual communication at least 30 days prior to the meeting; or
2. an action without a meeting of the members if more affirmative votes are cast by written ballot of the members than dissenting votes, provided that a copy of the proposed amendment, together with a notice of the vote, shall have been given to every member in good standing via the newsletter or other individual communication at least 30 days prior to the vote, and all members shall be given a two week period to cast their votes. For the purposes of this Section 2, email or such other electronic transmission as the Executive Committee may specify shall also be a valid method for delivering a ballot.