



Delta Sigma Phi Fraternity

Constitution and Bylaws

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CONSTITUTION OF *DELTA SIGMA PHI*

(The Constitution is presented here with amendments adopted at the 55th and Biennial Convention held in Austin, TX, July, 2005. Section headings have been added for clarity. They are not part of the official document—Ed.)

Preamble

Delta Sigma Phi Fraternity in convention assembled declares and affirms the following principles:
That the belief in God is essential to our welfare.

That loyalty to the constituted authority of our nations and their subdivisions is a cardinal virtue of our Brotherhood, the pledged faith of which shall never be broken and that our Brotherhood, receiving the blessings of liberty, education, and fraternity, shall ever support, foster, and defend our universities, colleges, and school systems, founded under the dispensation of our governments and constituting the bulwarks of democracy for us, for our posterity, and for all men.

That the sanctity of the home and the sacredness of the family bond, the hearthstone of our enlightened civilization, and the chivalry of man toward woman, shall be maintained and protected by us, not only for ourselves and our posterity, but also for the good of all mankind.

That a symmetrical culture, a fraternal communion among the colleges of this country, and a brotherhood of men, whose ideals and beliefs are those of modern civilization, are essential to the welfare of our college men.

In furtherance of these aims, this Fraternity has recognized certain standards of attainment and gentlemanly conduct, expressed in the ideals symbolically represented by the three Greek letters, Delta, Sigma, and Phi; and it shall be the constant endeavor of the Brothers who may be called to preside over and govern the Fraternity, or its component chapters, to further the precepts of the Fraternity by every reasonable means within their power, and they, and each Brother of the Fraternity shall exemplify those principles, by conduct as well as enforcement in order that the Fraternity may grow and prosper with honor to itself and that the world may ever be convinced of the sincerity of our purpose.

ARTICLE I—Name

]Section A. Name

The name of this Fraternity shall be Delta Sigma Phi Fraternity.

ARTICLE II—Membership

]Section A. Membership requirements

Membership in this Fraternity shall be limited to men who have been initiated into a regularly constituted undergraduate chapter or colony. Each member upon initiation shall be given a certificate signed by the President of the Fraternity, and Executive Director, and the President of the chapter or colony that receives him into membership.

]Section B. Classifications of membership

Membership shall be classified as follows:

- §1. Undergraduate—Undergraduate members shall be those who are students at the college or institution at which they have been admitted to an undergraduate chapter or colony of this Fraternity and those who have transferred from one chapter to another in accordance with Section C of this Article.
- §2. Alumni—Alumni members shall be those who:
 - [a] either have been graduated from or who are no longer attending the college or institution where they have been admitted to a membership in an undergraduate chapter or colony;
 - [b] are governing, administrative, or faculty personnel of a college or institution at which an undergraduate chapter or colony of this Fraternity is maintained and who are not members of any other national general college fraternity, and;

[c] are approved by both an undergraduate chapter or colony and the Alumni Corporation Board of that chapter or colony, because of outstanding character and potential for service and contributions to the chapter and the Fraternity.

§3. Honorary Members—Honorary members shall be those so designated by the Grand Council.

)}Section C. Transfer of membership

A member of one undergraduate chapter or colony may transfer to another with the consent and approval of each chapter or colony concerned, provided the transferee is a member in good standing of the chapter or colony from which he transfers.

)}Section D. Life membership

Membership in this Fraternity shall be for life, and no member of this Fraternity can voluntarily sever his connection therewith.

)}Section E. Expulsion

Any member may be expelled from this Fraternity by a vote of the Grand Council, or, in the case of a member charged solely with financial delinquency, by a vote of three-fourths of the members of an Alumni Corporation Board present and voting at a duly constituted meeting, after due hearing:

- §1. Upon request of an undergraduate chapter or colony against an undergraduate member following a three-fourths vote of the active undergraduate membership present and voting at a duly constituted meeting;
- §2. Upon request of an Alumni Corporation Board in cases that are not solely financial, by a three-fourths vote of those Board members present and voting at a duly constituted meeting, against any member, or;
- §3. Upon request of any member of the Grand Council against any member for conduct unbecoming a member of the Fraternity.

)}Section F. Right to due process

Any member against whom expulsion proceedings have been brought may request a hearing before a committee appointed by the Executive Director. Findings of this hearing shall be reported to the Grand Council.

)}Section G. Appeal of expulsion for financial delinquency

Any member expelled by an Alumni Corporation Board for financial reasons shall be entitled to appeal that expulsion to the Grand Council by forwarding that appeal to the Executive Director by certified or registered mail, return receipt, within twenty (20) days of the date of notification of the expulsion. The Grand Council shall affirm or reverse the expulsion by majority vote within the time specified by Article IX, Section B.

)}Section H. Reinstatement

A person expelled from membership may be reinstated by the unanimous vote of the Grand Council upon good and sufficient cause being shown, provided, however, that a member expelled solely for financial delinquency may be reinstated by majority vote of the Grand Council upon proof that all financial obligations of the expelled member to this Fraternity have been fully paid.

)}Section I. Suspension

Members may be suspended or reinstated from such suspension in this Fraternity for such causes and upon such terms as the Grand Council may, from time to time, determine by majority vote.

ARTICLE III—Government

)}Section A. Authority

The governing power of the Fraternity shall be vested in a Grand Council who shall be elected and constituted as hereinafter set forth.

)}Section B. Grand Council composition and terms of office

- §1. The Grand Council shall be composed of nine members, three of whom shall be alumni members in good standing elected at and by each Biennial Convention of this Fraternity. The term of office shall be four years, or until successors are elected and qualified as specified in the Bylaws. One member shall be an undergraduate member in good standing selected in accordance with Article III, Section F. One

member shall be an undergraduate member in good standing appointed by the Grand Council. The term of office shall be two years commencing July 1 of a year in which a Biennial Convention is not held. The remaining member of the Grand Council shall be the immediate Past President.

- §2. Eligibility for Grand Council membership and appointment to vacancies occurring within the Grand Council shall be provided for within the Bylaws of the Fraternity.

Section C. Meetings

The Grand Council shall meet concurrently with the Biennial Convention and at the call of the President, but at least twice in each calendar year.

Section D. Quorum

Five members of the Grand Council shall constitute a quorum for transacting business, and a majority of those present at any meeting at which a quorum is present shall be sufficient vote to determine any question not specified herein.

Section E. Officers

- §1. The national officers of this Fraternity shall be the members of the Grand Council, the Executive Director and such other officers as the Grand Council may from time to time designate and appoint.
- §2. The officers of the Grand Council shall be the President, Vice-President and Secretary-Treasurer.
- §3. Elected officers of the Grand Council shall be elected from the members of the new Grand Council before the last session of each Biennial Convention by a combination of incoming, outgoing, and continuing members of the Grand Council. They shall be elected for a term of two years and shall serve until their successors are elected and qualified.
- §4. The Executive Director and other officers shall be appointed by the Grand Council.
- §5. The Executive Director of the Delta Sigma Phi Fraternity shall be an initiated member of the Fraternity.

Section F. Term and selection of the Undergraduate Member of the Grand Council

- §1. The term of the office of the elected Undergraduate Member shall be two years, or until a successor is elected and qualified as specified in the Bylaws.
- §2. The term of the office of the appointed Undergraduate Member shall be two years, or until a successor is elected and qualified as specified in the Bylaws.
- §3. The elected Undergraduate Member of the Grand Council shall be elected by the voting Delegates to the Convention of the Fraternity in the manner specified in the Bylaws.
- §4. The appointed Undergraduate Member of the Grand Council shall be appointed by a two-thirds vote of the Grand Council.
- §5. Undergraduate Members shall be eligible for only one term of two years as either the appointed or elected Undergraduate Member.
- §6. The Undergraduate Members shall co-chair an Undergraduate Advisory Committee composed of not less than six members of the Fraternity. The duties of the Undergraduate Advisory Committee shall be provided within the Bylaws of the Fraternity.
- §7. Eligibility for service as the Undergraduate Member and appointment to vacancies in that position shall be provided for within the Bylaws of the Fraternity.

Section G. President limited to two terms

The President of this Fraternity shall not be eligible for election to more than two terms of two years each.

Section H. Duties of officers

The duties of the several officers of this Fraternity shall be as set forth in the Bylaws thereof.

Section I. Custody, investment and control of funds

- §1. The custody, investment, and control of all funds of this Fraternity shall be vested in the Grand Council.
- §2. Investment and custody of funds designated by the Grand Council as endowment funds shall be vested in a Finance Committee; such funds shall be administered by said committee under such general policies as the Grand Council may from time to time prescribe. The Finance Committee shall be responsible only to the Grand Council for the investment and safekeeping of said funds.

Section J. Regions

- §1. The United States and Canada shall be divided into 5 or more regions of no more than 25 chapters per region.
- §2. The Grand Council shall set the geographical boundaries of the regions and specify the undergraduate chapters and colonies to be included in each.
- §3. The Grand Council shall appoint a Regional Commissioner for each region to assist the chapters, colonies and alumni corporation boards therein. Regional Commissioners, who shall be chosen from alumni members in good standing of the Fraternity living in or conveniently near their respective regions, shall be appointed by the Grand Council within 45 days after the close of the previous Convention for a term that expires at the close of the next Convention. Regional Commissioners may be reappointed. Regional Commissioners may also be appointed between Biennial Conventions, as needs arise, for terms expiring at the next Biennial Convention or so long as they perform faithful service.
- §4. The Executive Director may from time to time appoint Deputy Regional Commissioners within each region who will report to and assist the Regional Commissioner in carrying out his duties
- §5. Regional Commissioners may from time to time report to the Grand Council and Executive Director on conditions in their regions and make policy recommendations to the Grand Council.
- §6. Regional workshops shall be held as needed.
- §7. Regional workshops shall consider methods of improving chapter strength in the region, conduct leadership seminars on member recruitment, chapter management, and other aspects of chapter operation, and may recommend legislation to the Grand Council or the Biennial Convention.
- §8. In voting on matters of official business at Regional workshops, each undergraduate chapter with a representative or representatives present shall have one vote. Each colony with a representative or representatives present shall have one-half vote.
- §9. Expenses of the delegates to Regional workshops shall be borne by the bodies of the Fraternity they represent; Chapter Advisors and undergraduate chapter and colony delegates by the chapter or colony; Alumni Corporation Board presidents by Alumni Corporation Boards; alumni chapter presidents by alumni chapters; and Regional Commissioners by the National Fraternity, if such expenditures have been authorized by it.

Section K. Ritual

The secret enactments of the Fraternity shall be those contained in the Ritual. These enactments shall have equal force and validity in all respects to the Constitution. The Ritual shall remain unaltered and unamended except by a three-fourths vote of the Convention after approval by the Grand Council and after submission to the undergraduate chapters and colonies with due regard to secrecy, of the amendment in full at least 60 days before opening of the Convention.

Section L. Bylaws

Bylaws, not inconsistent with this Constitution, and in furtherance of the purposes thereof, shall be promulgated. The Bylaws shall be approved or amended by a two-thirds vote of the Grand Council.

Section M. Fraternity Manual

The Grand Council shall issue, and revise as necessary, a Fraternity Manual for the chapters and colonies of this Fraternity which shall have equal force and validity in all respects to the Bylaws of this Fraternity. Other manuals relating to the government and well-being of this Fraternity shall be issued from time to time by and with the authority of the Grand Council.

Article IV—The Convention

Section A. Frequency and notification of chapters

The Convention shall be called by the Grand Council once every two years, and notice of the time and place shall be given to undergraduate chapters and colonies and alumni chapters at least six months prior to the date of the Convention; provided however, that if the Grand Council shall conclude that the holding of a Biennial Convention is inadvisable because of the state of the nation or the financial condition of the Fraternity, then the Grand Council shall have the authority to postpone such Convention until such time as the condition causing the postponement shall have passed, in which case notice shall be sent by registered or certified mail, return receipt requested, to each undergraduate chapter and colony and alumni chapter and alumni association.

Section B. Voting rights

- §1. Each undergraduate chapter in good standing with more than 50 members shall be allowed two votes at the Convention, and all other chapters in good standing shall be allowed one vote, such votes to be cast by delegates in good standing duly chosen by such chapters and whose names must be certified to and be received by the Executive Director 20 days before the opening of the Convention. Such certificates shall be certified by the President and Secretary of the chapter. Any chapter or member shall be in good standing when such chapter or member has satisfied all obligations to the Fraternity.
- §2. Each colony in good standing shall be allowed one-half vote at the Convention, such one-half vote to be cast by a delegate in good standing duly chosen by the colony whose name must be certified to and be received by the Executive Director 20 days before the opening of the Convention. Such certificate shall be certified by the President and Secretary of the colony. Any colony or member shall be in good standing when such colony or member has satisfied all obligations to the fraternity.
- §3. Each member of the Grand Council, each Regional Commissioner and each Deputy Regional Commissioner shall be allowed one vote at the Convention.
- §4. Each duly qualified Chapter Advisor in attendance at the Convention shall be allowed one vote. In the absence of the Chapter Advisor, his vote may be exercised by the duly elected president of the undergraduate chapter's Alumni Corporation Board, if present. However, in this event, the name of the Alumni Corporation Board president must be certified to and received by the Executive Director 20 days prior to the opening of the Convention. Such certification shall be certified by the Chapter Advisor, a Regional Commissioner, or the Executive Director..
- §5. Each alumni association and alumni chapter in good standing with more than 50 alumni members shall be allowed two votes at the Convention, and all other alumni associations and alumni chapters in good standing shall be allowed one vote, such votes to be cast by delegates in good standing duly chosen by such associations or chapters. The provisions of Section B, §1 of this Article as to certification and receipt of names of delegates shall apply to alumni associations and alumni chapters.

)}Section C. Dual votes prohibited

The voting rights conferred upon chapters, and colonies and individuals in Section B of this Article notwithstanding, no individual shall cast more than one vote.

)}Section D. Housing/Travel reimbursement prohibited

The Fraternity shall not pay any of the travel or housing expenses of delegates to Conventions.

)}Section E. Election of Grand Council

The Convention shall elect the Grand Council of this Fraternity.

)}Section F. Authority to set general policy

The Convention shall prescribe and determine the general policies of this Fraternity.

)}Section G. Presiding officer and rules of order

The Convention shall be presided over by the President, and wherein not otherwise provided in this Constitution or the Bylaws, Robert's Rules of Order, newly revised, shall apply.

ARTICLE V—Chapters, Colonies and Charters

)}Section A. Procedure for review of petitions

Applications or petitions for charters shall be made to the Executive Director, who shall prepare the same for submission to the Grand Council.

)}Section B. Role of the national Fraternity

- §1. Neither the national Fraternity nor its officers has control of or responsibility for the day-to-day operations of its individual members, chapters, colonies or the separate alumni organizations. However, should it come to the attention of any officer of the national Fraternity that any policies or practices of an undergraduate chapter or colony, alumni chapter or alumni association, or any individual member are in violation of this Constitution, its Bylaws, or the stated policies of this Fraternity, then such actions as may be appropriate may be taken by the Grand Council or any national officer provided such actions are not in violation of this Constitution or the Bylaws of this Fraternity. The governing documents, including, but not limited to, articles or certificates of incorporation, bylaws, constitutions, rules, regulations or policies of any kind or nature, of the national Fraternity, chapters, colonies, alumni

corporation boards, alumni chapters and alumni associations shall not conflict with any federal, state, or local law.

- §2. It is the function of the Fraternity and its officers to offer educational programs to its individual members, chapters and colonies which encourage development by each of them of their highest potential for the good of themselves, their college and community. Authority for the overall conduct of such programs shall be vested in the Grand Council, and other national officers, but may be delegated to Leadership Advisors.

)}Section C. Disposition of chapter property.

In the event that the Grand Council revokes the charter of an undergraduate chapter, or withdraws recognition of a colony, or in the event that an undergraduate chapter or colony becomes inactive, the Alumni Corporation Board of such chapter or colony should take control of the assets of the chapter or colony, satisfy claims of creditors of the chapter or colony and then transfer the balance of the assets of the chapter or colony to the Endowment Fund of this Fraternity to be held for the benefit of such chapter or colony, according to the procedures and requirements of the Endowment Fund.

)}Section D. Duties of undergraduate officers

All undergraduate chapters shall have officers with duties as outlined in the Fraternity Manual.

)}Section E. Conduct of members

The Fraternity expects its members to always conduct themselves at the highest moral and social level. We are ever mindful that the minimal level of acceptable conduct is delineated by applicable law.

)}Section F. Suspension and revocation of a charter or colony status

- §1. Colony status shall be terminated by a majority vote of the Grand Council.
§2. The charter of any undergraduate or alumni chapter or alumni association shall be suspended by a majority vote of the Grand Council or revoked upon a three-fourths vote of the Grand Council.

ARTICLE VI—Ceremonies and Insignia

The Ceremonies and Insignia of this Fraternity shall be established by the Rituals, Manuals, and Bylaws of this Fraternity.

ARTICLE VII—Honors

)}Section A. Major awards authorized and described

The Fraternity may grant awards from time to time to promote its ideals, to recognize superior achievements, and to encourage contributions to its cause.

- §1. The highest award of the Fraternity shall be the designation of an alumni member as recipient of the Mr. Delta Sig Award. The Mr. Delta Sig Award shall be granted from time to time by the Grand Council or its designee on the basis of sustained contributions of major importance to the National Fraternity.
§2. A minimum of one Harvey Hebert Award shall be made for each calendar year by a committee comprised of previous Harvey Hebert Award winners appointed by the President, said award to be presented to the recipients at the Biennial Convention. This award shall be granted to alumni members on the basis of outstanding service to the Fraternity, or for achievement which reflects honor upon the Fraternity.
§3. An Outstanding Undergraduate Award or Awards shall be granted annually to one of our undergraduate members whose achievements and leadership reflect the highest ideals of the Fraternity. The specific qualifications for the awards and the names by which they are designated shall be established from time to time by the Grand Council.

)}Section B. Other awards authorized

Other awards may be created and conferred by or with the consent of the Grand Council as conditions may warrant.

ARTICLE VIII—Amendments

)}Section A. By Convention

By Convention: This Constitution may be amended in a two-thirds affirmative vote of the Biennial Convention. Provided, however, that the proposed amendment shall be submitted in writing by registered or certified

mail, return receipt requested, to the Grand Council in care of the Executive Director by any undergraduate chapter or colony, alumni chapter or alumni association, in good standing, or by the Grand Council, at least 120 days before the opening of the Convention. The Grand Council shall consider the proposed amendment, and it shall be submitted to the undergraduate chapters and colonies and alumni chapters and alumni associations of the Fraternity at least 60 days prior to the Convention, with any recommendations the Council may have. A proposed amendment submitted to the Convention may be further amended by it without resubmittal to undergraduate chapters and colonies and alumni chapters and alumni associations. Amendments approved in this manner shall become effective upon adoption.

Section B. By chapters

By Chapters: This Constitution may be amended by a two-thirds affirmative vote of the undergraduate chapters and colonies, Grand Council members, past national presidents not currently serving on the Grand Council, Leadership Advisors, Chapter Advisors, and alumni chapters and alumni associations eligible to vote at Biennial Conventions as described in Article IV, or their substitutes as defined in Article IV, each with the number of votes described therein. Provided, however, that proposed amendments shall be submitted in writing by registered or certified mail, return receipt requested, to the Grand Council, in care of the Executive Director, by any undergraduate or alumni chapter in good standing, or by the Grand Council. The Grand Council shall consider said proposed amendment, and it shall be submitted in writing to the undergraduate chapters and colonies and all others entitled to vote upon it within 60 days after the receipt of said proposed amendment with any recommendations the Grand Council may have. Undergraduate chapters and colonies and all other entitled to vote upon the proposal, upon receipt of said proposed amendment, shall within 60 days, forward their votes to the Grand Council, in care of the Executive Director. All amendments approved in this manner shall become effective 15 days after expiration of the 60 day voting period.

ARTICLE IX—Appeal For Reconsideration

Section A. Procedure

Upon a three-fourths majority vote, an undergraduate or alumni chapter may appeal for reconsideration any act of the Grand Council or National Officer by forwarding its appeal by registered or certified mail, return receipt requested, to the Grand Council in care of the Executive Director. Said appeal shall recite such act, ruling, or edict of the Grand Council or National Officer which the chapter considers detrimental to the interests of the National Fraternity or chapter thereof.

Section B. Requirement for Grand Council action.

Upon receipt of such appeal by the Executive Director, it shall be incumbent upon the Grand Council or National Officer concerned to either affirm or reverse the said act within 21 days after receipt of such appeal.

CERTIFICATION

The undersigned hereby certify that this Constitution was amended and restated in its entirety, as previously amended, by the Convention assembled in Phoenix, Arizona, July 2007.

/s/Michael G. Hoffman, National President

/s/Scott D. Wiley, Executive Director

BYLAWS OF *DELTA SIGMA PHI*

Article I—Principal Office

The principal office of this Fraternity shall be in Indianapolis, Indiana, or at such other place as may be designated by the Grand Council.

Article II—Corporate Seal

The corporate seal of this Fraternity shall be circular in form. Inside the outer circumference shall be inscribed the words “Sigillum Fraternitatis” and the Greek symbols for Delta Sigma Phi. Within a smaller circle shall be an equilateral triangle divided into three triangles, each of the three smaller triangles bearing one symbol: a lyre, a lamp, and a knot. Within the smaller circle, but outside the equilateral triangle, shall be the words “In’c’pt. Washington D.C. 1929.”

Article III—Authority for Bylaws

The authority for these Bylaws is the Constitution of Delta Sigma Phi Fraternity as particularly expressed in Article III, Section B, H, M, and Article VI, and amendments as may be made thereto.

Article IV—Grand Council

Section 1. Eligibility for Council Membership

- §a. To be eligible for service on the Grand Council as an alumni member, a person shall:
- 1.) be an initiated member of the Fraternity;
 - 2.) have a baccalaureate degree or higher from an accredited four year institution;
 - 3.) be at least thirty years of age;
 - 4.) submit a personal statement explaining why he wishes to fill the position of Member of the Grand Council;
 - 5.) submit the above information to the Executive Director at least 120 days prior to the opening of the National Convention at which he intends to seek the position; and,
 - 6.) attend the National Convention at which he intends to seek the position.
- §b. To be eligible for service on the Grand Council as an undergraduate member, a person shall:
- 1.) be an initiated member of the Fraternity;
 - 2.) be enrolled as a full-time student at an accredited institution of higher education;
 - 3.) be in good standing with the National Headquarters and the local chapter of which he is a member;
 - 4.) have a grade point average equivalent to at least 3.0 on a 4.0 scale;
 - 5.) remain an undergraduate for at least one year from the date of election;
 - 6.) submit a personal statement explaining why he wishes to fill the position of Undergraduate Member of the Grand Council;
 - 7.) submit the above information to the Executive Director at least 120 days prior to the opening of the National Convention at which he intends to seek the position; and,
 - 8.) attend the National Convention at which he intends to seek the position.

30 days prior to the opening of the National Convention, the Executive Director shall submit a list of all candidates for the Grand Council, including the personal statements, to all voting delegates to the National Convention.

- §c. Disputes concerning eligibility shall be determined in such a manner as the Grand Council shall provide.

Section 2. Vacancies

Vacancies occurring on the Grand Council for reasons other than expiration of terms shall be filled until the next Convention by a qualified individual, appointed by the remaining members of the Grand Council.

)}Section 3. Notice of Meetings

Notice of Grand Council meetings, other than the biennial meeting at the Convention, shall be given by letter, personal notification, telephone, or telegram from the Executive Director on direction of the President, in sufficient time to reach each member's address at least 21 days before the time appointed for the meeting. If the time and place of the next Grand Council meeting has been set and announced prior to the adjournment of the previous meeting, then no further notice is necessary.

)}Section 4. Fees for Meetings

No member of the Grand Council shall receive a fee of any kind for attending a meeting of the Council or for other services.

)}Section 5. Expenses

Authorized travel, food, and hotel expenses of members of the Grand Council and employees required to attend meetings of the Grand Council shall be reimbursed according to a predetermined schedule established by the Council.

)}Section 6. Other Committees

The Grand Council may from time to time create committees of one or more members of the Fraternity for such purposes and with such powers as the Grand Council may determine, provided that such purposes and powers shall not be contrary in any way to the provisions of the Constitution, Bylaws, nor to the actions or policies of the Grand Council, and provided that the work of such committees does not duplicate that of a committee then in existence.

)}Section 7. Mail Ballots

Actions may be taken by the Grand Council through a vote of the Grand Council by mail. At least five members of the Council must return ballots for the results to be valid.

)}Section 8. Telephone Meetings

Meetings of the Grand Council may be conducted by conference telephone or similar communication equipment by which all persons participating in the meeting can hear the others and be heard by the others. Such participation shall constitute presence in person at the meeting. Notice of meetings by telephone conference may be given in the same manner as provided by Article IV, Section 3, received by each member of the Grand Council at least 24 hours in advance of the meeting.

Article V—Appointed Officers

)}Section 1. Unexpired Terms of Regional Commissioners

Vacancies occurring among the Regional Commissioners for reasons other than expirations of terms shall be filled until the next Convention by the Grand Council. The Grand Council shall decide, pursuant to Article III, Section K, §3 of the Constitution, when a Regional Commissioner has failed to perform faithful service. When the Grand Council so decides then that Regional Commissioner's office shall be declared vacant.

)}Section 2. Commissioners

The Grand Council may appoint National Commissioners for such areas of Fraternity operation as may be considered appropriate. Such National Commissioners shall be appointed at the end of each National Convention and shall serve a term of two years until the end of the next National Convention. National Commissioners may be appointed between National Conventions and shall serve until the end of the next National Convention following their appointment. National Commissioners shall be eligible for reappointment at the discretion of the Grand Council. Each National Commissioner shall report results of his work to such member of the Grand Council as the President shall specify.

)}Section 3. Additional Officers

The Grand Council may from time to time appoint, in addition to appointive officers named in Article III, Section E, §4 of the Constitution, such other subordinate officers or agents as may be deemed appropriate and prescribe the duties and remuneration, if any, for each. Only employees of the Fraternity or officers receiving a fee as compensation for services shall be deemed to have any contract right to their offices.

Section 4. Bonding of Officers

Any officers, representatives, and employees of the Fraternity shall, on the direction of the Grand Council, be bonded for the faithful performance of duties in such amount and by such surety company as the Grand Council or Executive Director may direct. Premiums on such bond shall be paid by the Fraternity.

Article VI—Powers and Duties of National Officers

Section 1. President

The President shall be the chief executive officer of the Fraternity and shall direct the general activities of the Fraternity under policies established by the Grand Council. He shall perform the following duties:

- §a. Preside at the National Convention.
- §b. Act as Chairman of the Grand Council.
- §c. Appoint Convention committees.
- §d. Appoint such other committees as may be authorized and approved by the Grand Council.
- §e. Call meeting of the Grand Council.
- §f. Sign such legal documents as may be authorized by the Grand Council.
- §g. Perform such other duties as may be directed by the Grand Council.

Section 2. First Vice President

Upon the resignation, incapacity, or death of the President, the First Vice President shall assume the office of the President for the remainder of the unexpired term. He shall also supervise any department and operation of the Fraternity that the President may from time to time assign to him.

Section 3. Second Vice President

The Second Vice President shall supervise any department and operation of the Fraternity that the President may from time to time assign to him. Upon the resignation, incapacity or death of the First Vice President, the Second Vice President shall assume the office of the First Vice President for the remainder of the unexpired term. Upon the resignation, incapacity, or death of the Second Vice President, the Grand Council shall elect one of its members to assume the office of Second Vice President for the remainder of the unexpired term.

Section 4. Secretary-Treasurer

The Secretary-Treasurer shall have the following duties and responsibilities:

- §a. He shall keep or cause to be kept accurate minutes of all meetings of the National Convention, Grand Council and Finance Committee.
- §b. Sign, along with the President, such legal documents as may be authorized by the Grand Council.
- §c. Be responsible for arrangements for the custody of all moneys, funds, and valuable financial or legal documents of the Fraternity.
- §d. Deposit or cause to be deposited all funds of the Fraternity in such depositories as the Grand Council may direct.
- §e. Keep or cause to be kept accurate books and records of the financial operations and condition of the Fraternity.
- §f. Submit or cause to be submitted annually at the close of the Fraternity's fiscal year a full and complete financial statement in a form and manner generally accepted by certified public accountants and to which a firm of public accountants approved by the Grand Council shall attach its certificate of audit.
- §g. Send or cause to be sent a copy of each annual financial statement to each member of the Grand Council.
- §h. Serve as Chairman of the Finance Committee
- §i. Be under valid bond for and in such amounts as are determined by the Grand Council, with the premiums on such bonds being paid by the Fraternity.

Upon the resignation, incapacity, or death of the Secretary-Treasurer, the Grand Council shall elect one of its members to assume the office of Secretary-Treasurer for the remainder of the unexpired term.

Section 5. Regional Commissioners

Each Regional Commissioners and Deputy Regional Commissioners shall have the following duties and responsibilities:

- §a. Advise and assist the chapters, both undergraduate and alumni, and colonies located within his region.

- Sb. Report to the Executive Director, and such member of the Grand Council as the President shall designate, such chapter, colony, or regional matters as may be of interest or concern, particularly as they may affect establishment or alteration of policy.

Section 6. Executive Director

The Executive Director shall be the principal administrative officer of the Fraternity, administering the policies established by the Grand Council. He shall have the following duties and responsibilities.

- §a. Be custodian of all corporate records, official papers and books of the Fraternity.
- §b. Be a paid employee of the Fraternity and receive such remuneration as shall be set by the Grand Council.
- §c. Keep the President and other members of the Grand Council informed of all matters of major importance to the Fraternity.
- §d. Advise the members of the Grand Council of any matters requiring their attention.
- §e. Distribute copies of the minutes of meetings of the Grand Council and Finance Committee to all members of the Council.
- §f. Under the direction of the Secretary-Treasurer, receive, collect and deposit all moneys to the credit of the Fraternity.
- §g. Apply all provisions of the Constitution, Bylaws and the Fraternity Manual as they affect either the operation of the National Fraternity or the individual chapters.
- §h. Prepare all checks, vouchers or warrants payable by the Fraternity.
- §i. Be one of the signatories on all checking accounts of the Fraternity.
- §j. Be under valid bond for and in such amounts as shall be determined by the Grand Council, with the premiums on such bond being paid by the Fraternity.
- §k. Act as general advisor and counsel to all chapters and colonies.
- §l. Be the chief corresponding officer between the National Fraternity and the chapters and colonies.
- §m. Be in full charge of employees of the National Fraternity, except as provided in Article VIII, Section 1, of these Bylaws, and Article III, Section E, §5, of the Constitution.
- §n. Be authorized to attest to the authenticity of corporate resolutions adopted by the Grand Council and to the authenticity of other corporate documents.
- §o. Be authorized, after proper investigation, to place any chapter on probation for a major violation of any policy adopted by the Fraternity with such probation to be reported to the President and the others of the Grand Council within three working days.

Section 7. Editor of Fraternity Publications

The Editor of Fraternity Publications shall have charge of editing, publishing and distributing all official Fraternity publications authorized by the Grand Council. He shall have the following duties and responsibilities:

- §a. Be a paid employee of the Fraternity and receive such remuneration as shall be approved by the Grand Council.
- §b. Have charge of editing, publishing, and distributing the Carnation, Directions, the Sphinx, and such other publications as may be authorized by the Grand Council.

Section 8. General Counsel

The General Counsel shall be an attorney-at-law. When requested he shall advise the National Fraternity on all legal matters affecting its interests.

- §a. The General Counsel shall receive no remuneration for services, except reimbursement for expenses, unless previously authorized by the Grand Council.
- §b. The referring of legal matters to the General Counsel shall be through the President or Executive Director. A report of his opinion or action shall be made to the next meeting of the Grand Council.
- §c. Any request from chapters or colonies for legal opinions from the General Counsel shall be sent first to the Executive Director, who shall determine whether it will be referred to the General Counsel.

Section 9. Historian

The Historian shall be the chief historical officer of the Fraternity. He shall have the following duties and responsibilities:

- §a. Have access to all chapter and colony records and documents and to all National Fraternity records of every form and nature.

- §b. Direct and supervise the collection and preservation of material for the history of Delta Sigma Phi and determine what documents and other materials shall be placed in the archives of the National office for perpetual care.
- §c. Be responsible for the editing and publishing of a history of Delta Sigma Phi, subject to the approval of the Grand Council.
- §d. Any publications prepared by the Historian or under his direction pertaining to the Fraternity shall be published in the name of the Fraternity, and the copyright shall remain in the National Fraternity.

)}Section 10. *Regional Directors*

Each Regional Director shall have the following duties and responsibilities:

- §a. He shall be available to visit chapters and colonies to review operations and provide guidelines for chapter improvement.
- §b. He shall report findings of chapter and colony operations to the Executive Director.
- §c. He shall provide educational workshops for chapters and colonies.
- §d. He shall provide advice to chapter advisors and other alumni as appropriate.
- §e. He shall execute other duties as assigned from time to time by the Executive Director.
- §f. He shall report to the Executive Director or his designee.

)}Section 11. *National Office Service to Local Chapters*

No national officer shall serve as a Chapter Advisor, a member of an Alumni Corporation Board or in any other chapter or colony position.

Article VII—The Undergraduate Advisory Committee

)}Section 1. *Purpose*

The Undergraduate Advisory Committee (“UAC”) shall serve to collect and discuss matters of concern to undergraduate members of the Fraternity. The Undergraduate Advisory Committee shall advise the Grand Council through the Undergraduate Members of the Grand Council.

)}Section 2. *Membership and terms*

The Undergraduate Advisory Committee consists of ten undergraduate members of the Fraternity. Eight of the committee members each represent a Region. Regions are determined by the Executive Director. The two remaining UAC members are the undergraduate members of the Grand Council. Since this committee is advisory, selection to the UAC does not constitute becoming a National Officer of this fraternity. The term of office is two years beginning at the adjournment of the convention.

)}Section 3. *Eligibility*

Undergraduates seeking to serve as a member of the Undergraduate Advisory Committee must have at least one calendar year of undergraduate education at the time of their election. Candidates must also be in good standing with their school, chapter and the Fraternity, maintain at least a 3.0 GPA on a 4.0 basis and carry a minimum of a 12 hour (or equivalent) course load while enrolled in school, or if not enrolled in school, be enrolled in a school sponsored internship or co-operative program. “Enrolled in school” means during two of three semesters, or three of four quarters, both excluding the summer semester or quarter. UAC members must continue to be enrolled in their respective schools for at least one calendar year from the date of their election or be enrolled in another institution of higher learning. Eligibility shall be determined by the Executive Director who is authorized to add additional requirements.

)}Section 4. *Selection*

The eight regional members of the Undergraduate Advisory Committee shall be elected at regional meetings to be held at the National Convention after the election of the Grand Council. The chapters assigned to each regional meeting are determined by the Executive Director. Prior to voting, the candidates’ eligibility data shall be shared with the regional meetings. Additionally, the candidates’ participation in nationally sanctioned or sponsored fraternal events, including attendance at training sessions, conclaves, meetings, conventions, plus offices held and awards received will be announced. Candidates are permitted to address their regional meeting for no more than five minutes. Only the undergraduate delegates from that region who are eligible to vote at the National Convention are eligible to vote at the regional meeting. The election procedure shall be conducted by members of the Headquarters staff. Disputes concerning the election process or results will be decided by the Executive Director.

)}Section 5. Meetings

The Undergraduate Advisory Committee shall meet at the call of either the Chair of the committee or the Executive Director. Meetings may be conducted electronically. The minutes shall be filed promptly with the Executive Director. The Chair of the UAC is selected pursuant to the Constitution, Article III, Section F. The UAC may select from within its members such other officers as it deems appropriate.

)}Section 6. Term of Office

- §1 Elected members of the Undergraduate Advisory Committee shall serve from the close of the National Convention at which the member is elected to the close of the next succeeding National Convention.
- §2 Appointed members of the Undergraduate Advisory Committee shall serve a term that expires at the close of the next succeeding National Convention.

)}Section 7. Removal of Members

A member of the Undergraduate Advisory Committee may be removed for good cause shown by a three-fourths vote of the Grand Council, provided that the member is given the opportunity to respond in writing to any charges placed against him. Notice of the proposed removal shall be given so as to reach the member of the Undergraduate Advisory Committee not later than twenty-one days before the date of his proposed removal. The member's written response must be received by the Grand Council not later than seven days prior to the date on which the proposed removal is to take place. The member shall not be entitled to a hearing before the Grand Council unless such hearing is authorized by a majority vote of the Grand Council. If a hearing is granted, the member of the Undergraduate Advisory Committee must bear his own expenses in attending the hearing.

)}Section 8. Vacancies

Any vacancy on the Undergraduate Advisory Committee shall be filled by a majority vote of the Grand Council.

Article VIII—Removal of Officers and Employees

)}Section 1. Appointed Officers and Employees

Any appointed officer or employee of the Fraternity, with the exception of the Executive Director, the Editor of Fraternity Publications, the General Counsel and the Historian, may be removed from office, subject to such contractual rights as may exist between the individual and the Fraternity, by a majority vote of the Grand Council. Employees of the Fraternity hired by the Executive Director or his designee in the exercise of his authority pursuant to Article VI, Section 6, §m, serve at the pleasure of the Executive Director, and he has full authority to discharge the same.

)}Section 2. Elected Officers

Any elected officer of the Fraternity, the Executive Director, and the Editor of Fraternity Publications, the General Counsel and the Historian may be removed from office, subject to such contractual rights as may exist between the individual and the Fraternity, by a three-fourths vote of the Grand Council, provided the following conditions have been satisfied:

- §a. That notice of the meeting has been given in accordance with Article IV, Section 3, or Article IV, Section 8 of these Bylaws.
- §b. That consideration of the removal of the officer or employee in question has been stated in the notice as one of the items to be considered at the meeting, and that the officer or employee has received the notice that his removal will be considered.
- §c. That actions of the officer or employee considered to be detrimental to the Fraternity be stated in the notice.
- §d. That such officer or employee be given the opportunity to be heard, with his travel and hotel expenses, if any, paid, to answer such charges as have been made, or, at his option, to have any other person appear in his place, provided, however, that should the person being considered for removal be a member of this Fraternity, then the person appearing on behalf of the member must also be a member in good standing.

Article IX—Fiscal Year

The fiscal year of the Fraternity for accounting purposes and the preparation of reports shall be from July 1 to June 30 of each year.

Article X—Signatories on Fraternity Funds

}Section 1. Deposit of Funds

All funds of the Fraternity shall be deposited in depositories authorized by the Grand Council.

}Section 2. Operating Account

The Executive Director shall be the signatory on the Operating and Set Aside accounts of the Fraternity.

}Section 3. Convention or Other Funds

Checks against any fund of the Fraternity aside from the Operating Fund or the Set Aside account shall have two signatures. One shall be that of the Executive Director, and the other that of the Secretary-Treasurer; or, in the event of the incapacity or death of either of these, the signature of the President or a Vice President.

Article XI—The National Convention

}Section 1. Nominating Committee

The President shall appoint a Nominating Committee of not less than nine members, composed of undergraduate delegates, delegates from alumni chapters, Chapter Advisors and/or Leadership Advisors, and one or more members of the Grand Council whose term of office is not expiring at the Convention.

}Section 2. Certification of Candidate Eligibility

The Nominating Committee shall make one nomination for each vacancy. The full slate of nominees shall be disclosed to the Convention, and additional nominations of eligible candidates shall be accepted from the floor. Before the balloting begins, proponents of each candidate shall be allowed a combined total of five minutes to speak on his behalf. The chairman of the nominating committee shall advise the Convention as to whether the nominated candidates are eligible to serve. Ineligible candidates are not permitted to stand for office.

- Sa. Each candidate for the Grand Council shall certify to the nominating committee, in writing, his eligibility to serve. The certification shall be made on a form provided by the nominating committee which shall require the candidate to place a check by each of the individual requirements for eligibility specified in these bylaws. The candidate shall then sign the form to verify the truth of the information provided.
- Sb. Should there be any question as to the eligibility of any candidates for the Grand Council, the nominating committee may require further proof of eligibility.
- Sd. No candidate may stand for election to the Grand Council unless he has certified his eligibility in accordance with Article IV, Section I of these bylaws and with this section of these bylaws.

}Section 3. Balloting for Positions on the Grand Council

Voting on candidates shall be by secret written ballot. Each qualified voter shall vote for a number of candidates equal to the number of vacancies to be filled, and on each round of voting only ballots containing that number of votes shall be counted. Candidates shall be declared elected only when they have received a majority of those voting. On the second ballot, the number of candidates shall be reduced to twice the number of remaining vacancies by elimination of candidates receiving the lowest number of votes. On subsequent ballots, the candidate receiving the lowest number of votes shall be eliminated after each round, unless such elimination shall leave only one candidate, who has not yet received a majority vote. In the event of any vacancy on the Grand Council, the unexpired term of office and the complete terms of office shall be considered as separate sets of offices from the unexpired terms created by vacancies on the Grand Council. The complete terms of offices shall be voted upon first in accordance with the above procedure, followed by the vote for the unexpired terms. The alumni positions on the Grand Council shall be filled before the election of the undergraduate members.

}Section 4. Selection of the Chair of the Undergraduate Advisory Committee

The candidate for elected undergraduate member of the Grand Council who receives the greatest number of votes in being elected to the Grand Council shall also chair the Undergraduate Advisory Committee. In the event that both undergraduate elected members receive the same number of votes, or in the event that there are only two candidates for the two vacancies, then the Undergraduate Advisory Committee shall select which of the two shall chair the Undergraduate Advisory Committee.

}Section 5. Arrangements

All matters pertaining to arranging and contracting for facilities, services and other matters incidental to the holding of the Convention, shall be under supervision of the Executive Director.

)}Section 6. Standing Rules

The Grand Council may provide for standing rules of order for the conduct of business at the convention. The standing rules may provide for a method for each chapter, colony, alumni chapter and alumni association to provide documentation demonstrating the good standing for each for the purpose of seating delegates at the convention.

Article XII—The Fraternity Magazine

The official magazine of the Fraternity shall be *The Carnation*. The annual subscription price shall be set by the Executive Director in consultation with the Editor of Fraternity Publication and subject to the consent of the Grand Council.

Article XIII—Status of Members in Chapters Undergoing Reorganization

)}Section 1. Undergraduate Status Resulting from Chapter Reorganization

The Grand Council may authorize the reorganization of a chapter upon a finding that the current chapter is in jeopardy of failure, or that actions of the chapter membership fail to meet operating standards of Delta Sigma Phi Fraternity. Such reorganization may result in removal of members or reclassification of membership status. Any undergraduate member may be removed during reorganization of the chapter and may be classified under the following two statuses. The status of each individual shall be determined based upon recommendations of the Executive Director, Alumni Corporation Board, Chapter Advisor or other national officer. The determining authority shall be in accordance with Section 1, §a and §b of this Article. Upon determination of an individual member's status, said member must be notified by mail in accordance with the applicable provisions of the Constitution of Delta Sigma Phi Fraternity and the *Fraternity Manual* regarding suspension and expulsion:

- §a Expulsion— Undergraduate members may be expelled in accordance with the Bylaws and Constitution of Delta Sigma Phi Fraternity. Expulsion as defined by these Bylaws shall constitute the permanent removal of all membership privileges on both the local and national level.
- §b Suspension— Undergraduate suspension shall constitute the removal of all membership privileges until the member graduates or permanently leaves college. Undergraduate suspension of members must be approved by the Executive Director. At such time as the suspension no longer applies, the member's status shall be redefined as specified in Section 2 of this Article. Decisions regarding a member's future status may be made during the reorganization.

)}Section 2. Alumni Status Resulting from Chapter Reorganization

A member placed on suspension may also be placed on Alumni Probation. Upon determination that the member should be placed on alumni probation, said member must be notified by mail in accordance with the applicable provisions of the Constitution of Delta Sigma Phi Fraternity and the *Fraternity Manual* regarding suspension and expulsion. In cases of probation, provisions regarding suspension notification procedures shall apply. Probation shall constitute a five-year period. Should the alumnus prove to be a negative influence, said alumnus may be recommended for expulsion by the Alumni Corporation Board or Chapter Advisor, or a member of the Headquarter's staff and must be approved by the Executive Director. At the end of the probationary period, a member will be reinstated as an alumnus in good standing.

)}Section 3. Reinstatement

Reinstatement of a member reclassified during reorganization to an alumnus in good standing shall be the sole prerogative of the Grand Council in expulsion cases provided sufficient cause is shown by the member in question. In cases of suspension or probation, reinstatement shall be the prerogative of either the Executive Director or the Grand Council provided sufficient cause is shown by the member in question. All appeals for reinstatements made under this Section shall be in accordance with the Constitution of Delta Sigma Phi Fraternity and the *Fraternity Manual*.

Certification

This will certify that these Bylaws were amended and restated by action of the Grand Council January 2009.

/s/Scott D. Wiley, Executive Director