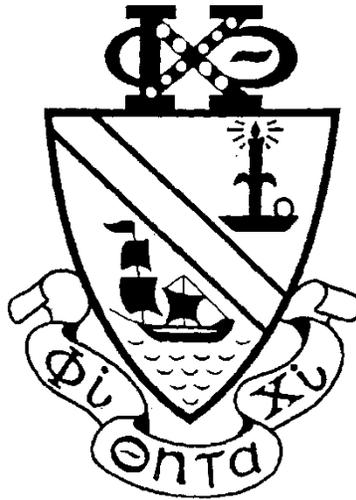


PHI CHI THETA



NATIONAL CHAPTER BYLAWS

AND

STANDING RULES

AUGUST 6, 2016

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BYLAWS OF PHI CHI THETA, INC.

ARTICLE I NAME, CLASSIFICATION AND TERRITORY

SECTION 1. NAME. The name of this Fraternity shall be Phi Chi Theta, Inc.

SECTION 2. CLASSIFICATION. Phi Chi Theta shall be classed as a professional fraternity and shall at all times be referred to as, and confine its activities to, a fraternity of that classification.

SECTION 3. TERRITORY. Phi Chi Theta may operate in all states of the United States and in the Dominion of Canada. The territory in which its operations are to be conducted shall be divided into geographical areas as determined by the Executive Council.

ARTICLE II PURPOSE

The purpose of this Fraternity shall be to promote the cause of higher business education and training for all individuals; to foster high ideals for everyone pursuing a career in business; to encourage fraternity and cooperation among people preparing for such careers; and to stimulate the spirit of sacrifice and unselfish devotion to the attainment of such ends.

ARTICLE III MISSION AND POLICIES

SECTION 1. MISSION STATEMENT. Be it known that the mission of Phi Chi Theta, a national professional fraternity, is to:

Provide an opportunity to develop and practice those professional leadership skills and abilities necessary to succeed in the business community;

Provide a local and national network to share resources, ideas and concepts;

Instill in its membership those values, codes and creeds which will enable participation in a rapidly changing world; and

Enable members to develop the business astuteness necessary to achieve high esteem and success in their chosen fields.

SECTION 2. ANTI-DISCRIMINATION POLICY. Be it known that the policy of Phi Chi Theta is to:

Provide membership to all students meeting membership requirements regardless of race, creed, religion, sexual orientation, sex, age, national origin and/or physical challenges;

ARTICLE IV STRUCTURE

SECTION 1. NATIONAL CHAPTER. The object of this Fraternity as set forth shall be secured through a National Chapter and separately organized Local Chapters as hereinafter provided.

SECTION 2. LOCAL CHAPTERS. Local Chapters shall consist of Collegiate and Alumni Chapters, provided that the qualifications for membership therein shall be maintained as required by the Bylaws and Standing Rules of this Fraternity.

ARTICLE V MEMBERSHIP

SECTION 1. CLASSES AND DEFINITIONS.

A. Initiated Membership: The classes of initiated membership permitted within the organization shall be Collegiate, Alumni and Life Members. Initiated membership in Phi Chi Theta shall be attained only through Collegiate Chapters.

Every initiated member in good standing may purchase the official Phi Chi Theta badge through National Headquarters.

- 1) **Collegiate** - A Collegiate Member is an initiated undergraduate working on a Bachelor's degree or graduate student enrolled in a course of study in the College or School of Business or specializing in Business and/or Economics in a department other than the School of Business or earning an academic minor in Business and/or Economics in a department other than the School of Business or Department of Economics. A faculty member or administrative official specializing in Business or Economics is eligible for initiated membership at the discretion of the Collegiate Chapter.
- 2) **Alumni** - An Alumni Member is an initiated member who has either received a Bachelor's degree (and may or may not be attending school) or a Collegiate Member who is not currently attending school. However:
 - a) **Graduate Exception** - Upon petition from a Collegiate Chapter (approved by the Alumni Chapter, if any, in the same area), the Executive Council may allow graduates not enrolled in a graduate school or program to continue in the Collegiate Chapter for a limited time where it is advisable for the maintenance of the chapter.
 - b) **Undergraduate Exception** - The Council may also allow undergraduates to remain active for not more than one year while temporarily out of school provided it is not contrary to local school or Professional Fraternity Association rules.
- 3) **Life** - A Life Member is either a Collegiate Member (senior only) or an Alumni Member who has obtained a Life Membership in the Fraternity.

B. Non-Initiated Membership:

Honorary Members are individuals chosen by either the National Chapter or a Local Chapter, who meet the qualifications specified below. Honorary Members may wear the Fraternity's coat-of-arms in pin form. This pin may be obtained through National Headquarters.

SECTION 2. QUALIFICATIONS FOR MEMBERSHIP. Subject to the provisions of the Bylaws and Standing Rules of the Fraternity, each Chapter shall be the sole judge of the qualifications of its members.

A. Collegiate:

- 1) **School Eligibility** – Collegiate chapters may be established in accredited universities or colleges in the United States and Canada where there is a course of study in Business and/or Economics. When a university shows an interest in chartering a chapter the Admissions Evaluator, appointed by the President, researches the University for eligibility. When there are two or more branches of the College or School of Business and/or Economics of the same University located in different cities there may be two or more collegiate chapters.
- 2) **Candidate Eligibility** - Any student fully matriculated in a College or School of Business Administration or Department of Economics or minoring in Business and/or Economics in another School or College is eligible for membership.
- 3) **Intention** - Each candidate shall have expressed a firm intention to complete the course and receive a degree.
- 4) **Scholastic Requirements** - Each student candidate should be making at least the Grade Point Average required for the major.

B. Alumni: An Alumni Member in good standing is a former Collegiate Member who continues to assume all applicable National Chapter and local obligations. An Alumni who resides in an area where there is no Local Chapter pays dues directly to the National Chapter.

C. Life: A Life Member is either a Collegiate Member (senior only) or an Alumni Member who has obtained Life Membership. A Life Member may also be a National Founder or other member to whom Life Membership was conferred.

A Life Member is exempt from the payment of National dues but shall pay Local Chapter dues and assessments to be an active member of the Local Chapter.

D. Honorary:

- 1) National Chapter - Honorary Members shall be chosen by the Executive Council upon the recommendation of an Alumni Chapter provided that the Honorary Member has a national reputation.
- 2) Local Chapters - Honorary Members may be chosen by Local Chapters, provided that such person shall be of professional standing and will make a definite contribution to the Fraternity.
- 3) At the Formation of a Chapter - Three Honorary Members may be chosen at the formation of a Local Chapter.

SECTION 3. TRANSFERS. Members, upon request, may transfer from one Chapter to another, provided evidence in the form of a Certificate of Release is furnished to the Chapter to which transfer is sought that the member has fulfilled all obligations to the old Chapter.

No chapter shall take a member into the chapter without a Certificate of Release being presented from the last chapter in which the member held active membership. The chapter shall notify the National Headquarters of the transfer.

SECTION 4. RESTRICTIONS.

A. Classifications: No chapter may have a classification of membership not called for in these Bylaws.

B. Exclusions: Any Phi Chi Theta member who joins another national professional fraternity in the field of Business, Commerce and/or Economics in competition with Phi Chi Theta shall be dropped from the membership rolls and be requested by National Headquarters to return the Phi Chi Theta badge.

**ARTICLE VI
NATIONAL CHAPTER**

SECTION 1. POWERS. The National Chapter shall be the general governing body of the Fraternity and shall be supreme in all matters pertaining thereto.

A. Official Insignia, Emblems, Etc.: The National Chapter reserves to itself sole authority in selecting and approving Fraternity insignia and it shall not be lawful to use any other. No official jewelry or standard equipment for which the National Chapter has purchase agreements shall be bought by chapters or by any member of the Fraternity except in accordance with said agreements. Only chapters and members in good standing, with both their respective local chapters as well as the national office, can purchase any Phi Chi Theta merchandise with insignia, emblems, etc. from the National Office.

- 1) Badge - The original badge of the Fraternity shall consist of yellow gold forming the Greek letters Phi, Chi and Theta with the Chi jeweled in pearls.
- 2) Pledge Pin - The official pledge pin of the Fraternity shall be of yellow gold, rectangular in shape, with the Greek letters raised in a vertical line.
- 3) Coat-of-Arms - The official coat of arms of the Fraternity shall conform to the established design. It shall appear on all charters and certificates of membership, and may be used for the decoration of stationery, jewelry and other articles under the direction of the Executive Council.
- 4) Key Award - The National Key Award shall conform to the established design.
- 5) Official Colors and Flower - The official colors of the Fraternity shall be lavender and gold. The official flower of the Fraternity shall be the iris.

B. Chapter Charters and Designations:

- 1) **Granting of Charters** - A charter for the establishment of each new Local Chapter shall be granted and issued only by the National Chapter according to the provisions stated elsewhere in these Bylaws regarding the establishment of new chapters.
- 2) **Designation of Chapters** - Each Collegiate Chapter shall be designated by a Greek letter or letters as directed by the Executive Council. Alumni Chapters shall be designated by the name of the city or metropolitan area where located and not by Greek letter. More than one Alumni Chapter shall be allowed in densely populated areas if approved by the Executive Council.
- 3) **Revocation of Charters** - The Charter of any Local Chapter may be recalled at any special or National Chapter Meeting of the National Chapter. In the absence of a meeting a Charter may be revoked by a two-thirds written vote of all the members of the National Chapter provided that the chapter in question shall have had an opportunity to be heard.

C. Rituals and Regulations: The National Chapter shall prescribe the rituals and regulations which govern the pledging of candidates, initiation of members into the Fraternity, installation of new chapters and observance of special occasions. Changes in any of these regulations or rituals shall be formulated by the Executive Council and adopted by the National Chapter. All pledging and initiating activities shall conform to the rules and regulations prescribed by these Bylaws.

SECTION 2. FISCAL YEAR. The fiscal year in the National Chapter and all Local Chapters shall commence each August 1 and end on July 31 of the following year.

SECTION 3. COMPOSITION. The National Chapter shall be composed of the National Officers, a duly-elected National Delegate from each Local Chapter and an Alumni-at-Large Delegate elected at the National Chapter Meeting. Each of these representatives shall have one vote. A majority of all National Chapter representatives shall constitute a quorum to transact business at any meeting of the National Chapter, unless otherwise provided herein.

A. National Officers: The National Officers of the Fraternity shall be: the National President, the Executive Policy Board Chair, the National Vice Presidents and one Regional Director from each of the geographical areas.

B. National Delegates: Each National Delegate, either Collegiate or Alumni, with the exception of the Alumni-at-Large Delegate, shall be an active member of the chapter.

- 1) **Chapter Officers** - The President for the fiscal year in which the National Chapter Meeting is held shall represent the chapter as National Delegate at the National Chapter Meeting. If the President is unable to attend, officers for the same fiscal year – Vice President, Secretary or Treasurer – shall serve, in rank order, in the National Delegate capacity.
- 2) **Other Chapter Members** - If no officer (as specified in Section 3-B-1, above) is able to serve as National Delegate a member of the chapter may be selected to fill the position. However, this may only be done upon approval of the National President based on the recommendation of the chapter's Regional Director.
- 3) **Collegiate Consideration** - In Collegiate Chapters it must be the intention of the National Delegate to return to school for the Fall school term immediately following the National Chapter Meeting.
- 4) **Proxies** - Upon petition from a Local Chapter the Executive Council or the National Chapter may approve the selection of a member in good standing from another chapter, either Collegiate or Alumni, to represent the petitioning chapter at a stated National Chapter Meeting of the National Chapter. Such approval shall be limited to representation at the stated National Chapter Meeting. The intent is that all chapters shall at all other times be represented by one of their own members and that no National Delegate shall represent more than one chapter.
- 5) **Certification** - Before any meeting of the National Chapter each Local Chapter shall file a statement with National Headquarters certifying the selection of its National Delegate who shall be a member in good standing. Until such certificate is filed no such member shall be entitled to vote at any meeting of the National Chapter.

C. Alumni-at-Large Delegate: Prior to any voting matters at a National Chapter Meeting those Alumni-at-Large who are present shall caucus to elect an Alumni-at-Large Delegate. This person shall have all the rights and responsibilities of a National Delegate insofar as possible with the exception that the Alumni-at-Large Delegate shall not have a vote for Regional Director.

SECTION 4. OFFICIAL PUBLICATIONS. The Fraternity shall publish the following:

A. Official Magazine: The dates of publication and the number of issues shall be at the discretion of the Executive Council.

B. Handbook of Rituals: The Rituals shall be issued in authorized book form and shall be altered as conditions demand.

C. Chapter Handbook: A Handbook containing essential information concerning Phi Chi Theta shall be issued for use by Local Chapters and by groups petitioning to form a new chapter.

D. Pledge Manual: An official manual is published to be used in the pledge education program.

SECTION 5. ANNIVERSARIES. The Fraternity shall observe the following anniversaries:

A. Founders' Day: The date of Phi Chi Theta Founders' Day is March 6. This day shall be observed by each chapter with appropriate exercises.

B. Birthday Anniversary: The date of the Birthday Anniversary of Phi Chi Theta is June 16. This anniversary shall be observed during the National Chapter Meeting.

SECTION 6. PROFESSIONAL FRATERNITY ASSOCIATION. Phi Chi Theta shall be a member of the Professional Fraternity Association (PFA) and shall pay annual dues to that Association. Phi Chi Theta shall do any and all things to maintain active membership therein as provided in the Bylaws of the Association.

A. Representation: The official Professional Fraternity Association Representatives of Phi Chi Theta shall be the National President and the Executive Director. They shall render a report on Professional Fraternity Association activities to the National Chapter of Phi Chi Theta at its National Chapter Meeting.

B. Expenses: The National Chapter of Phi Chi Theta shall pay the expenses of the Professional Fraternity Association representatives', including the most economical and suitable means of transportation, to attend any meeting of the Professional Fraternity Association unless other special arrangements are made with the Association.

ARTICLE VII NATIONAL CHAPTER DUES, FEES AND FINES

The National Chapter shall determine the amount of all dues or fees payable to the National Chapter and require such reports upon the affairs of the Local Chapters as it may deem desirable.

SECTION 1. NATIONAL CHAPTER DUES. Shall be paid annually to National Headquarters by every Local Chapter for each active member borne on its rolls as of September 30. Dues payable to the National Chapter by the Local Chapters are determined by the following types of membership:

A. Life Member: The national chapter shall offer a Life Membership to an initiated collegiate (senior only) or alumni in good standing. Following the purchase of a Life Membership such member shall pay no further National Chapter Dues. Life Membership shall be conferred upon completion of one of the following terms of payment:

- 1) **Immediate Full Payment:** Upon the payment of three hundred dollars (\$300) at the time of application.
- 2) **Full Payment within One Year:** Upon the payment of three hundred dollars (\$300) in installments of any amount, except for the first payment, within one year from the date of application. The first payment is to be at a minimum the amount of national dues and is to be paid by the deadline set by the National Chapter.

B. Regular Members:

- 1) **Initiated Members:** Members of local collegiate or alumni chapters and alumni with no local chapter affiliation shall pay the sum of seventy dollars (\$70) provided that the member is not a Life Member. Chapter members shall pay through their chapters each fall (as specified in SECTION 1 of this ARTICLE). Alumni-at-Large shall pay directly to the National Chapter.

2) **New Initiates** received during the current fiscal year are subject to the schedule of dues and fees detailed in SECTION 2 and 3 of this ARTICLE. Dues paid at the time of initiation are for the current fiscal year.

C. Transfers: Any Initiated Member (including an Alumnus without a Local Chapter affiliation) who has already paid National Dues for the current fiscal year and later transfers membership to another chapter (either Collegiate or Alumni) shall not be required to pay duplicate National Dues for the same fiscal year.

SECTION 2. PLEDGE FEES. Local Collegiate Chapters shall pay to the National Chapter a non-refundable Pledge Fee of fifteen dollars (\$15) per pledge. Pledge fees shall be paid to the National Chapter within seven (7) days after the date of pledging.

SECTION 3. INITIATION FEES. When a student is initiated the Collegiate Chapter shall pay to the National Chapter an Initiation Fee of forty dollars (\$40) and Collegiate National Dues as listed in Section 1 B of this article for the current fiscal year.

SECTION 4. NATIONAL CHAPTER CHARTER FEES. Upon the formation of a new Alumni or Collegiate Chapter, Charter Fees are payable to the National Chapter as outlined below:

A. New Collegiate Chapter: The National Chapter Charter Fee for the formation of a Collegiate Chapter shall be two hundred dollars (\$200).

B. New Alumni Chapter: The National Chapter Charter Fee for the formation of a new Alumni Chapter shall be two hundred dollars (\$200).

SECTION 5. NATIONAL MEETING ASSESSMENT FEE. Each local chapter shall be assessed a fee according to its membership as of January 31 of the fiscal year. The fee shall be ten dollars (\$10) per active member. The total fee is due to the National Headquarters by March 1 of the fiscal year. The monies collected by this fee shall be invested for the purpose of the National Chapter Meeting. An itemized listing of how monies were spent shall be in the Fall Mailing packets following the National Chapter Meeting.

SECTION 6. FINES.

A. National Chapter Meeting: Each chapter not represented by a national delegate at the National Chapter Meeting will be assessed a two hundred and fifty dollar (\$250) fine.

B. Regional Meeting: Each chapter with no active member attending the regional meeting will be assessed a one hundred dollar (\$100) fine.

C. Waiver: Each chapter who is assessed a fine by National Headquarters may petition the Executive Council for a waiver of that fine. The Executive Council will consider the chapter's ability to pay a fine, the fine's impact on the viability of the chapter, whether the chapter acted in good faith, and any unique circumstances surrounding the fine. A majority vote of the executive council is needed to grant a waiver.

SECTION 7. NATIONAL INSURANCE ASSESSMENT FEE. Each local chapter shall be assessed a fee according to its membership as of January 31 of the fiscal year. The fee shall be ten dollars (\$10) per active member. The total fee is due to the National Headquarters by March 1 of the fiscal year. The monies collected by this fee shall be used to cover insurance premiums.

ARTICLE VIII NATIONAL CHAPTER ADMINISTRATION

SECTION 1. NATIONAL HEADQUARTERS. The National Headquarters office, under the supervision of the Executive Director, shall coordinate the daily operations of the National Chapter as outlined below:

A. Records: Keep and maintain all permanent records of the Fraternity including complete membership records, full and complete records of the meetings of the National Chapter and the Executive Council and all historical records.

B. Funds and Assets: Receive and disburse all monies for the accounts of the National Chapter. Deposit all funds in insured depositories as approved by the Executive Council. Invest funds as directed by the Executive Policy Board. No part of the net earnings of this Fraternity shall inure to the benefit of any private individual.

- 1) **Passive Income** - All passive income (interest and dividends from investments) of the Fraternity shall be set aside in a separate account to be used for educational/professional purposes.
- 2) **National Chapter Assets** - In the event of the dissolution or termination of Phi Chi Theta Fraternity for any cause whatever all funds and real or personal property of the National Chapter, wherever situated, shall become the property of an existing scholarship fund. At the time such distribution shall become necessary the recipient of the National Chapter Assets shall be selected by a majority vote of the National Officers.
- 3) **Local Chapter Assets** - In the event a Local Chapter becomes inactive or its charter is revoked all funds and equipment bearing the name of the Fraternity shall be deposited with National Headquarters. Should the Local Chapter reactivate within three years such funds and equipment belonging thereto will be returned. If the Local Chapter does not reactivate within that period the assets which have been deposited become the property of the National Chapter.

C. Accounting: Keep accurate books of account, and submit financial statements to the Executive Policy Board.

D. Audits: Submit the books and records of the Fraternity for an annual review.

E. Other Duties: Perform all other duties as directed by the National Chapter, Executive Council and Executive Policy Board.

SECTION 2. NATIONAL OFFICERS. The National Officers of the Fraternity shall be: the National President, the Executive Policy Board Chair, the National Vice Presidents, and one Regional Director from each of the geographical areas.

A. National President: The National President shall be the chief executive officer of the Fraternity and shall preside at meetings of the National Chapter and Executive Council. This officer shall have the power to approve all payments, sign all charters, issue calls for special meetings of the National Chapter, issue calls for meetings of the Executive Council, appoint all committees and supervise all committees. These duties may be delegated as the National President sees fit.

The National President shall serve as a member of the Executive Policy Board, one of the Fraternity's official representatives to the Professional Fraternity Association, and as a Trustee for the Phi Chi Theta Educational Foundation. This officer shall be elected as prescribed elsewhere in these Bylaws.

B. National Vice President of Internal Affairs: This officer shall assist with officer training for incoming Regional Directors, develop professional programs for collegiate and alumni chapters, administer the programs for the Alumni Achievement Award and Alumni Hall of Fame, to assist the National Vice President of Expansion to activate or reactivate chapters and perform other duties, as directed by the National President. The National Vice President of Internal Affairs shall be first in order of succession in case of the inability of the National President to serve. This officer shall be elected as prescribed elsewhere in these Bylaws.

C. National Vice President of Expansion: This officer shall be responsible for activating and reactivating chapters. This officer will identify and pursue opportunities for establishing chapters, attend pre-petition visits, and conduct chapter installation and reactivation ceremonies. This National Vice President of Expansion shall be second in order of succession in case of the inability of the National President to serve. This officer shall be elected as prescribed elsewhere in these Bylaws.

D. Regional Directors: Regional Directors shall serve as a National Chapter liaison to the local Chapters in their respective areas. These officers shall ensure that each chapter in their region is visited at least once during the term between National Chapter Meetings. With the approval of the National Vice President of Internal Affairs the visitation duty may be delegated to an alumni member in good standing. Regional directors shall conduct regional meetings with assistance from the National Chapter, monitor and advise chapters, contact chapters about reports, publish one newsletter, maintain contact with the National Vice Presidents, and perform other duties, as directed by the National President. One Regional Director from each geographical area shall be elected as provided elsewhere in these Bylaws.

E. Executive Policy Board Chair: This officer shall serve as chairman of the Executive Policy Board and render such service to the Fraternity as may be requested by the National President.

F. Ex-Officio National Officers: The Editor of the Fraternity's magazine (who is appointed by the Executive Council) and the Executive Director (who is employed by the Fraternity) shall serve as ex-officio officers of the National Chapter and the Executive Council. They shall have a voice, but no vote, at all meetings of the bodies on which they serve.

G. Restrictions: No National Officer shall hold more than one National Office. No salaried or appointed employee of the Fraternity shall hold a National Office. A National Officer may, in an extreme emergency, temporarily substitute, or assist, in another National Officer position or in a National Committee Chair position.

H. Expenses: The National Chapter shall bear the necessary expenses for National Officers to attend National Chapter Meetings, Executive Council Meetings, and Executive Policy Board Meetings. When a Regional Director or other National Officer visits an existing Local Chapter, reasonable transportation expenses of that officer shall be borne by the National Chapter and other expenses shall be paid by the Chapter. The visiting officer may use any means of transportation which reasonably fit the circumstances and prevailing conditions.

SECTION 3. EXECUTIVE COUNCIL. The National Officers shall constitute the voting members of an Executive Council to administer the affairs of the Fraternity during the interim between National Chapter Meetings of the National Chapter. A majority of the members of the Executive Council shall constitute a quorum for the transaction of all business unless otherwise provided herein.

A. Responsibilities: When the National Chapter is not in session the Executive Council shall be responsible for the general affairs of the Fraternity and shall be charged with the enforcement of the mandates of the National Chapter. The Executive Council shall:

- 1) Adopt an annual budget for the National Chapter.
- 2) Determine the number and boundaries of the geographical areas served by the Regional Directors.
- 3) Pass upon all unusual matters in which the official name of the Fraternity is involved.
- 4) Delegate financial, investment, and other activities as determined necessary to the Executive Policy Board.
- 5) Perform all other acts, consistent with these Bylaws, pertaining to good business management of the Fraternity.
- 6) Develop, adopt and implement any necessary policy or procedure to effectively manage Fraternity operations and membership services.

B. Powers: The Executive Council shall have the power to:

- 1) Temporarily suspend a Local Chapter for failure to observe the Bylaws and Standing Rules of this Fraternity. Any such suspension shall be subject to review and final decision by the National Chapter at its next meeting.
- 2) Deny representation at a meeting of the National Chapter to any Local Chapter which is unable to meet its full indebtedness to the National Chapter prior to the date of the meeting.
- 3) Grant charters for the establishment of new Local Chapters as provided elsewhere in these Bylaws.
- 4) Accept members from petitioning groups who might not otherwise be eligible.
- 5) Remove from office any National Officer who fails to assume the responsibilities and to perform the duties of the office to which they were elected. Such action may be taken only by the unanimous vote of the remaining members of the Executive Council. The vacancy shall then be filled by appointment of the Executive Council, unless otherwise provided herein.
- 6) Drop from the membership rolls any Phi Chi Theta, at the request of a local chapter or a National Officer, who grossly violates the National or local chapter bylaws of Phi Chi Theta, whose actions embarrass or damage the image of Phi Chi Theta, whose actions puts Phi Chi Theta at legal risk or for any other offense that besmirches the good name of Phi Chi Theta. Such action may be taken only by the majority vote of the Executive Council. This action may be overturned by unanimous vote of the Executive Council. When a member is dropped from the membership rolls they will be instructed to return their Phi Chi Theta badge.

C. Meetings: The meeting of the Executive Council shall be at the time of the National Chapter Meeting and at the discretion of the National President in other years.

D. Executive Council Actions: At each National Chapter Meeting the Executive Council shall submit all actions taken for the interim since the last National Chapter Meeting to the National Chapter representatives for approval. This submittal is made with the

understanding that wherever the Executive Council has acted in good faith, and the National Chapter votes to disapprove, reverse, or amend any action, the members of the Executive Council shall be held blameless.

SECTION 4. EXECUTIVE POLICY BOARD. The Executive Policy Board shall be composed of the current National President, the Executive Policy Board Chair, and a former National Officer appointed by the current National President. A two-thirds vote of the Board is required on all actions.

A. Powers and Duties: The Executive Policy Board shall:

- 1) Formulate and implement short and long range financial objectives and shall be empowered to make all decisions on the investment of the funds of the Fraternity.
- 2) Direct the operation of the National Headquarters office.
- 3) Approve the annual salary of the Executive Director.
- 4) Approve National Chapter Meeting sites and registration fees.
- 5) Prepare the National Chapter's annual operating budget for approval by the Executive Council. In addition, the Board shall submit any proposed annual expenditure which exceeds the approved budget by \$5,000 to the Executive Council for approval prior to purchase.
- 6) Submit interim financial reports and audited financial reports to the Executive Council and National Chapter.
- 7) Perform all other duties as directed by the Executive Council.

B. Meetings: The Executive Policy Board shall meet at least annually at the discretion of its Chairman.

C. Succession: The Immediate Past National President shall serve as Executive Policy Board Chairman. In the event the Immediate Past National President is not available to serve or the office of the Chairman of the Executive Policy Board shall become vacant through death or resignation the immediate past National Vice President of Internal Affairs shall assume the position of Chairman of the Executive Policy Board. Should that immediate past National Officer not be able to serve in this capacity the immediate past National Vice President of Expansion shall serve as Chairman of the Executive Policy Board. If no immediate past National Vice President is able to serve as Chairman of the Executive Policy Board then the vacancy shall be filled by the Executive Council for the remainder of the term from one of the immediate past Regional Directors.

In the temporary absence or inability to act as the Chairman of the Executive Policy Board the order of succession set forth above shall be followed.

A member who serves as Chairman of the Executive Policy Board under this provision will remain in office until death, resignation or when replaced by a subsequent, eligible Immediate Past National President.

An immediate past officer who has not completed the term that officer was elected or appointed to shall not be eligible to become Chairman of the Executive Policy Board unless by extenuating circumstances as determined by the Executive Council.

SECTION 5. BOARD OF DIRECTORS

A. Composition: The Board of Directors shall consist of the duly elected National Officers

B. Annual Meeting: The Board of Directors meeting shall coincide with the Executive Council Meeting.

C. Quorum: A quorum of the Board of Directors shall be a majority of said Board.

SECTION 6. ELECTRONIC MEETINGS AND VOTING BY MAIL

The Executive Council, Executive Policy Board and Board of Directors may hold meetings and take votes by electronic means and/or take votes by surface mail from its members on any special matter which requires action and the circumstances do not warrant the expense of calling an in-person meeting.

SECTION 7. EMPLOYEES.

A. Executive Director: The Executive Director shall be employed by the Fraternity to direct the activities of the National Headquarters office for the benefit of the National Chapter, and shall be under bond of at least \$10,000. The premium for this bond shall be paid by the National Chapter.

The Executive Director shall be responsible for all of the activities of the National Headquarters office (Section 1 of this ARTICLE), sign all charters, and be under the direction of the Executive Policy Board. The Executive Director shall serve as one of the Fraternity's two representatives to the Professional Fraternity Association. The Executive Director shall also oversee the day to day activities of the Regional Directors except when they are performing duties under the direction of the National President or during an Executive Council meeting or National Chapter Meeting.

SECTION 8. NATIONAL COMMITTEE CHAIRMEN. Chairmen for the various National Chapter committees shall be appointed by the National President and shall serve for the term specified at the time of their appointment.

SECTION 9. FORMATION OF NEW CHAPTERS. A new chapter may be authorized at any time following an expression of interest by a local group. The interested group shall meet the collegiate and scholastic standards set forth elsewhere in these Bylaws. The general procedures to be followed are outlined below:

A. Pre-Petition Visits to Prospective Collegiate or Reactivated Chapter. A visit to the petitioning group by a member of the Fraternity, appointed by the National President, shall be made before the petition is presented. All expenses of the Fraternity's representative, including the most economical and suitable means of transportation, hotel and meals shall be paid by the National Chapter.

Following the pre-petition visit the Fraternity's representative shall send a report, with recommendations, to the National Headquarters office.

B. Pre-Petition Visits to Prospective or Reactivated Alumni Chapter. The Vice President of Expansion will conduct a pre-petition visit electronically with the petitioning group. All requirements and reports for petitioning to the National Chapter will be submitted by the prospective chapter members. After the requirements have been met the Fraternity's representative shall send a report, with recommendation, to the National Headquarters office.

C. Petitions: A petition for a charter from a local group shall be sent to National Headquarters. Copies of the petition and the pre-petition visit report shall then be forwarded to the appropriate National Officers.

- 1) **Form** - The petition for a charter for the establishment of a Local Chapter shall be in the form prescribed by the Executive Council and shall contain such information as may be necessary to determine the qualifications of the petitioning group and its members for affiliation with this Fraternity.
- 2) **Requirements**
 - a) A minimum of five petitioners shall be required to establish an Alumni Chapter. A minimum of seven petitioners shall be required to establish a Collegiate Chapter.
 - a) When the petition is for the formation of a new Alumni Chapter a certificate of release for each petitioner from the petitioner's former chapter shall be submitted with the petition.
- 3) **Existing Local Groups** - If the petitioning group for a new Collegiate Chapter consists of the members of an existing local campus organization authority is granted to the new chapter to initiate into its body these members, regardless of major. Interested alumni of the local organization who were members in good standing while in attendance at the college are also eligible for membership in the charter group.
- 4) **Notice** - Whenever a petition is received from a local group, and a Local Chapter already exists in its vicinity, notice of such petition shall be sent to the existing chapter. If reasonable objection is made by said Chapter no charter will be granted.

D. Charters: A charter may be granted to a Collegiate Chapter upon the majority vote of the Executive Council within a reasonable time after the petition has been mailed. A charter for an Alumni Chapter shall be issued upon the affirmative vote of at least two-thirds of the Executive Council within a reasonable time after the petition has been mailed.

- 1) Form of Charter - All charters shall be in the form prescribed by the Executive Council and shall be signed by the National President and the Executive Director.
- 2) Charter Fees - The charter fees (as specified in ARTICLE VII, Section 4 of these Bylaws) for a new Local Chapter shall be payable to the National Chapter prior to the installation of the Chapter.
- 3) Collegiate Chapter Dues and Fees - For each member of a newly chartered Collegiate Chapter (see ARTICLE VII, Section 2 and 3 of these Bylaws) shall be paid prior to the installation of the chapter.
- 4) Alumni Chapter Dues - For each member of a newly chartered Alumni Chapter shall be paid prior to the installation of the chapter. See ARTICLE VII of these Bylaws to determine the amount due for each type of membership of the fraternity represented in the new chapter.

E. Installation of Local Chapters: The National President may, upon the granting of a charter, act as Installing Officer, pledge and initiate the petitioners (in the case of new Collegiate Chapters) and deliver the charter or these functions may be delegated to another member of the Fraternity.

F. Officer's Expenses: All expenses of an officer presiding at the installation of a new Local Chapter, including the most economical and suitable means of transportation, hotel and meals, shall be paid by the National Chapter.

SECTION 10. GOVERNING AUTHORITIES. All actions of the National Chapter shall be governed by the Certificate of Incorporation, the National Bylaws and the Standing Rules of this Fraternity.

ARTICLE IX NATIONAL CHAPTER MEETINGS

SECTION 1. MEETINGS. The National Chapter shall hold National Chapter Meetings every two fiscal years, the time and place to be selected by the Executive Policy Board.

A. Attendance: Any National Chapter Meeting or special meeting of the National Chapter may be attended by any Initiated Member of Phi Chi Theta who is in good standing with the Fraternity.

B. Representation: The National Chapter Representatives shall be the National Officers, an approved National Delegate from each Local Chapter and an Alumni-at-Large Delegate. Each of these Representatives shall have one vote. A majority of all National Chapter Representatives shall constitute a quorum to transact business at any meeting of the National Chapter unless otherwise provided herein. (See ARTICLE VI, Section 3 of these Bylaws.)

C. Denial of Representation: The Executive Council shall have the power to deny representation to any chapter which is unable to meet its full indebtedness to the National Chapter prior to the date of the National Chapter Meeting.

D. Special: In an emergency, by unanimous vote of the Executive Council, a special meeting of the National Chapter may be called at a time and place designated by the Executive Council. Notice of a special meeting of the National Chapter shall be mailed to all National Delegates and Chapter Presidents at least thirty (30) days before the date of the meeting. No business other than that stated in the call for a special meeting of the National Chapter shall be transacted at such meeting.

E. Cancellation: In a national emergency the Executive Council may by unanimous vote cancel the National Chapter Meeting. All chapters shall be advised by March 1 of the meeting year, or at the earliest possible date, of such cancellation.

F. Expenses of National Chapter Representatives: In connection with the National Chapter Meeting or any special meeting of the National Chapter called by the Executive Council the National Chapter treasury shall bear insofar as possible all necessary expenses of the National Officers, the National Delegates, the Alumni-at-Large Delegate, the Executive Director and the Editor. In the event that a National Chapter Meeting is canceled funds shall be set aside to pay all necessary expenses of the National Officers for the canceled meeting to attend the next National Chapter Meeting without vote.

SECTION 2. ELECTION OF NATIONAL OFFICERS. Any member who is an active member of a Local Chapter, or any Alumni-at-Large who is in good standing with the National Chapter, is eligible to be elected a National Officer.

A. Qualifications: The candidate shall have attended a Phi Chi Theta National Chapter Meeting.

- 1) **National President** - Candidates for National President shall have served on the Executive Council within the past five (5) fiscal years.
- 2) **National Vice Presidents** - Candidates for National Vice President shall have served as an Executive Council member or National Committee Chairman within the past ten fiscal years.

B. Nominations: Nomination of candidates for national office shall be made by the Local Chapters, or Alumni-at-Large, and submitted to the chairman of the Nominating Committee prior to each National Chapter Meeting.

- 1) **Appointment of Nominating Committee Chairman** - The chairman of the Nominating Committee shall be appointed by the National President no later than November 1 of the year preceding the National Chapter Meeting.
- 2) **Committee Responsibilities** - The Nominating Committee shall review the qualifications of each candidate and ensure that all nominees meet the requirements for their nominated office as specified elsewhere in these bylaws.
- 3) **Nominating Committee Report** - During the National Chapter Meeting, the Nominating Committee shall present a written report naming nominees for each of the elective National Offices.
- 4) **Nominations from the Floor** - Following the Nominating Committee's report, nominations from the floor for any of the offices may be made by any National Delegate or the Alumni-at-Large Delegate. The prior consent of the candidate shall be obtained before making such a nomination.

C. Election of Candidates: All National Officers, except the Executive Policy Board Chair, shall be elected by the National Chapter at its National Chapter Meeting. Regional Directors shall be elected by the National Delegates representing the chapters from that Region. Elections shall be by ballot except that, where there is but one candidate for any office, election may be by viva voce (voice) vote. The candidate for any office receiving a majority of the votes cast shall be declared elected. If there are three or more candidates for any one officer position and one person does not receive the majority of votes on the first ballot then there shall be a second ballot with only two candidates listed, those receiving the highest number of votes.

D. Emergency Election Procedure: Should a National Chapter Meeting be canceled each Local Chapter and the most recent Alumni-at-Large Delegate shall submit a list of eligible candidates for the National Offices to the National President by April 1 of the meeting year. By June 1, the Emergency Election Committee, composed of the National President, Executive Director and Executive Policy Board Chair, shall submit a ballot, with no more than three candidates for any one office, to the National Delegates, most recent Alumni-at-Large Delegate and National Officers. Each National Delegate, most recent Alumni-at-Large Delegate and National Officer shall submit a written vote to the Emergency Election Committee by June 15. A majority of the votes cast shall be necessary for election. If one candidate has not received a majority of the votes cast, a second ballot shall be submitted containing the names of the two candidates receiving the most votes. The committee shall notify each National Delegate, most recent Alumni-at-Large Delegate and National Officer of the newly elected National Officers by July 31.

E. Term of Office: Each elected National Officer shall serve for the term designated at the time of their election.

F. Notification of Election: The new National Officers shall be officially notified of their election by the Executive Director and shall assume their duties on the date of their election.

G. Vacancies in Office: Vacancies in office occurring between elections shall be filled by the Executive Council for the remainder of the term, with the exception of the office of National President which shall be filled as provided in the following paragraph.

In the event that the office of National President shall become vacant through death or resignation the National Vice President of Internal Affairs shall become National President. Should that officer not be able to serve in this capacity the National Vice President of Expansion shall become National President. If no National Vice President is able to serve as National President then the vacancy shall be filled by the Executive Council for the remainder of the term from its own membership. In the temporary absence or inability to act as the National President the order of succession set forth above will be followed.

**ARTICLE X
LOCAL ADMINISTRATION**

SECTION 1. NATIONAL CHAPTER OBLIGATIONS. All Local Chapters of the Fraternity shall be subject to review at all times and shall be directed and supervised by the National Vice President of Internal Affairs. Each chapter shall receive periodic visitations from a National Officer or an appointed representative of the Fraternity.

A. Reports: Each Local Chapter shall render reports as requested by the National Chapter, the Executive Council or the Executive Director.

B. Fiscal Year: The fiscal year of all Local Chapters shall coincide with that of the National Chapter (ARTICLE VI - Section 2)

C. Accounting: Each chapter shall adopt the accounting system approved by the Fraternity. Collegiate Chapters may use other systems if so required by their particular school.

- 1) **Dues and Fees** - National Chapter dues and fees shall be paid promptly by all Local Chapters as specified elsewhere in these Bylaws.
- 2) **Arrears** - Local Chapter accounting systems shall provide that all matters in arrears shall be met before the close of the fiscal year. Any Local Chapter in arrears for one year may subject itself to forfeiture of its charter. In such cases, each individual member of the Local Chapter shall be notified by the Executive Director before such action is taken.

D. Award Restriction: No member or chapter shall offer or confer any awards bearing the Coat-Of-Arms or official name of the Fraternity, other than those specified elsewhere in these Bylaws and Standing Rules without having first obtained the approval of the Executive Council.

SECTION 2. LOCAL CHAPTER ACTIVITIES. All Local Chapters are entrusted with the following duties, rights and privileges:

A. Participation: In all of the Fraternity's professional and social activities, independently as a chapter, or in cooperation with other Collegiate and Alumni Chapters.

B. Promotion: Promote local interest in the Fraternity.

C. Bylaws: Adopt Chapter bylaws and standing rules consistent with the National Bylaws and Standing Rules of the Fraternity. The Executive Council shall determine the consistency when an apparent discrepancy exists.

D. Financial: Levy and collect assessments, fees, and taxes for both chapter use and for National Chapter requirements.

E. Sponsors: A Collegiate Chapter may choose as many sponsors as it wishes. A sponsor shall support the chapter, but shall have no membership and shall in no way carry the sense of permanency or affiliation. No insignia of any kind shall be worn by a sponsor.

F. General: Do any and all things fundamental to the life of the chapter; provided that nothing shall be done which is inconsistent with the Bylaws and Standing Rules of the Fraternity.

G. Rights, Powers and Duties: The officers' rights, powers, and duties of Alumni Chapters shall be the same as for the Collegiate Chapters except for the right to pledge and initiate members which is vested only in Collegiate Chapters.

SECTION 3. ELECTION OF OFFICERS. Each Local Chapter shall elect officers for a minimum term of one year. Each chapter shall determine the manner of the election and the duties of the officers; all, however, in agreement with the Bylaws and Standing Rules of the Fraternity. The officers shall be but are not limited to: President, Executive Vice President, Secretary and Treasurer. Officers for Local Chapters shall be elected at the option of the chapter but not later than March 1. The term of office shall be effective on the date of installation.

A. Eligibility: Officers of Collegiate Chapters shall be active members in good standing and attending the school of their Local Chapter.

B. Elections: Elections shall be by ballot except that, where there is but one candidate for any office, election may be by viva voce (voice) vote. The candidate for any office receiving a majority of the votes cast shall be declared elected.

ARTICLE XI COLLEGIATE CHAPTERS

SECTION 1. GENERAL. Collegiate Chapters shall observe all of the rules and regulations set forth in ARTICLE X - LOCAL ADMINISTRATION in the governing of their local chapter.

SECTION 2. PLEDGING. Collegiate Chapters shall register the names of all pledges with, and send the non-refundable pledge fees to, National Headquarters within seven days after the date of pledging.

A. Pledge Period: Each pledge in a Collegiate Chapter shall serve a pledge period of at least one month or a maximum of one year. During the pledge period each pledge shall receive instructions on the Fraternity in accordance with the rules and regulations of the Executive Council and shall be under the guidance of the Collegiate Chapter. In the event of the installation of a new chapter the term of the pledge period shall be at the discretion of the installing officer.

B. Pledge Pin: Every pledge for initiated membership in the Fraternity shall be presented by the chapter with an official pledge pin at the time of pledging. The pin shall be worn during the pledge period and returned to the chapter at the end of the pledge period.

C. Pledge Test: Pledges shall learn and successfully pass a written examination on the material covered by the official Pledge Manual. The Collegiate Chapter may test on additional material if desired.

SECTION 3. INITIATION. Collegiate Chapters shall hold at least one initiation per semester.

A. Election to Membership: Persons qualified for membership in any Collegiate Chapter shall be elected by the secret ballots of the chapter members. A majority vote of all active members of the chapter shall be necessary to elect the candidate.

The name of any candidate rejected by the Collegiate Chapter members in an election shall not be proposed again for a period of three months after the rejection. Any rejected candidate's name shall not be proposed more than three times.

B. Dues and Fees: The Collegiate Chapter shall send to National Headquarters the Initiation List, National Chapter Dues and Initiation Fees postmarked at least fourteen (14) days prior to each initiation.

SECTION 4. WITNESSING OF RITUALS. Only Phi Chi Theta Initiated and Honorary Members and faculty advisors shall be allowed to witness pledge or initiation ceremonies.

SECTION 5. KEY AWARD. Each Collegiate Chapter may offer an annual Phi Chi Theta National Key Award. The Key shall be awarded by a committee selected from the chapter members. The Key shall be awarded on the basis of scholarship, activities, and leadership.

SECTION 6. ACCOUNTING RECORDS. The records of Collegiate Chapters shall individually identify monies received for (1) Annual Dues, (2) Initiation Fees, (3) Pledge Fees, (4) Assessment Fees and (5) Other Fees.

SECTION 7. CORPORATIONS. Collegiate Chapters shall have the right to organize corporations whose names shall embrace Phi Chi Theta, as nearly as may be permitted by law, for the purpose of protecting the liability of its members. Such corporations shall be approved by the Executive Council.

ARTICLE XII ALUMNI CHAPTERS

SECTION 1. GENERAL. Alumni Chapters shall observe all of the rules and regulations set forth in ARTICLE X - LOCAL ADMINISTRATION in the governing of their local chapter.

SECTION 2. INTER-CHAPTER COMMITTEE. When an Alumni Chapter is chartered in an area where there is a Collegiate Chapter each chapter shall appoint members to an Inter-Chapter Committee to jointly consider National and local problems of mutual interest.

SECTION 3. ACCOUNTING RECORDS. The records of Alumni Chapters must identify monies received for National Chapter annual dues.

SECTION 4. KEY AWARD. Each Alumni Chapter may offer an annual Phi Chi Theta National Key Award. The Key shall be awarded by a committee selected from the chapter members. The Key shall be awarded on the basis of outstanding business activities and leadership to the chapter member who best fulfills these requirements.

**ARTICLE XIII
CERTIFICATE OF INCORPORATION AMENDMENTS**

SECTION 1. CERTIFICATE OF INCORPORATION. May be amended in whole or in part at any special or National Chapter Meeting of the National Chapter at which a quorum is present. A two-thirds vote of those present and voting is required. In the absence of a meeting a two-thirds written vote of the National Chapter is required.

When the Certificate of Incorporation is amended a certificate of change, certified by the National President and the Executive Director, shall be filed in the proper public offices as required by law.

**ARTICLE XIV
BYLAW AMENDMENTS**

SECTION 1. NATIONAL BYLAWS. May be amended in whole or in part at any special or National Chapter Meeting of the National Chapter at which a quorum is present. A two-thirds vote of those present and voting is required. At any other time two-thirds written vote of the National Chapter is required.

Proposed amendments may only be submitted by chapters and members in good standing at the time of the submission and shall be received by the deadline set by the Executive Council. Members of chapters may submit proposals through their chapters, as individual members or through collaboration with other members.

All proposed amendments to the National Bylaws shall be submitted to the National Chapter members, through their respective chapters or individually for alumni-at-large and unaffiliated life members, at least sixty days prior to action.

**ARTICLE XV
PARLIAMENTARY AUTHORITY**

SECTION 1. PARLIAMENTARY AUTHORITY. The parliamentary authority of this organization shall be the current edition of "Robert's Rules of Order Newly Revised" which shall govern all cases to which they are applicable insofar as they are not inconsistent with the Bylaws.

STANDING RULES FOR PHI CHI THETA FRATERNITY

RULE 1. GUARD PINS. Each present officer of a Local Chapter shall be entitled to wear a guard indicative of office attached to the official badge.

A. Past National Presidents: Shall be entitled to wear, attached to the official badge, a gold gavel guard set with a small diamond in the head of the gavel. The guard shall be presented by the National Chapter at the end of the term of office.

B. Past Local Chapter Presidents: Shall be entitled to wear, attached to the official badge, a plain gold gavel guard.

RULE 2. DEFINITIONS. As used in the Bylaws and Standing Rules the following definitions shall apply.

A. Active Member: An active member is an Initiated Member who contributes to the financial support of the Local Chapter and has the privilege of voting in all matters concerning that organization.

B. Inactive Member: An inactive member is one who has not provided financial support to the Local Chapter for the current fiscal year. However, at any time during the fiscal year the inactive member may become active upon payment of Local Dues, National Dues and Fees. When this occurs after the initial reporting period in the fall, the Local Chapter shall immediately forward the appropriate National Chapter Dues to National Headquarters with notification of the change in this member's status.

C. Initiated Member: Any person who has been initiated into the Fraternity is an Initiated Member.

D. Local Chapter: As used in these Bylaws and Standing Rules, is any Collegiate Chapter or Alumni Chapter which has received a charter from the Fraternity.

E. Good Standing: Implies that a member has met all National Chapter and Local Chapter financial obligations for the current fiscal year; or that a Local Chapter has met all National Chapter financial obligations for the current fiscal year.

F. An Undergraduate: Is a student who has not received a Bachelor's degree.

G. A Graduate: Is a student who has received a Bachelor's degree.

RULE 3. AMENDMENTS. The Standing Rules may be amended as follows:

A. Two-Thirds Vote Required - Of those present and voting at any National Chapter Meeting when prior notice has not been given to any National Chapter member. In the absence of a meeting, a two-thirds written vote of the National Chapter is required.

B. Majority Vote Required - With sixty days notice given to all National Chapter members.

Original, as adopted at time of Incorporation
CERTIFICATE OF INCORPORATION
of
PHI CHI THETA, Inc.

Meaning in the Greek language (Excel through the eager pursuit of business.)

We, the undersigned, all being persons of full age and citizens of the United States, and more than five of us being residents of the State of New York, desiring to form a corporation pursuant to Chapter 41 of Article 3 of the Membership Corporations Law of the State of New York, do hereby certify as follows:

First: That the purpose and particular objects for which the corporation is to be formed are to promote the cause of highest business education and training for all women, to foster high ideals for women in business careers, to encourage fraternity and co-operation among women preparing for such careers and to stimulate the spirit of sacrifice and unselfish devotion to the attainment of such ends and for that purpose, among others, to acquire real property by purchase, lease or otherwise; and the aforesaid purposes shall continue to be its particular objects.

Second: That the name of the proposed corporation is Phi Chi Theta, Inc., meaning in the Greek language (Excel through the eager pursuit of business.)

Third: That the territory in which its operations are to be conducted is the State of New York and other States of the United States of America and the Dominion of Canada.

Fourth: That the principal office shall be in the Borough of Manhattan, City, County and State of New York.

Fifth: That the Board of Directors shall be seven (7).

Sixth: That the names and places of residence of the persons to be its incorporators and directors until its first annual meeting are:

Names	Addresses
Kathryn S. Dohr	609 W. 114th St., New York, N.Y.
Ruth Johnson	212 E. Tremont Ave., New York, N.Y.
Edna B. Blake	3985 Richmond Turnpike, Richmond Co., Staten Island, N.Y.
Nina Miller	527 W. 121st St., New York, N.Y.
Dorothy Delmhorst	85 Midwood St., Brooklyn, N.Y.
Jane Donnelly	Linoleumville, Staten Island, N.Y.
Victoria Zielinska	225 W. 14th St., New York, N.Y.

Seventh: The time for holding its annual meeting is to be on the 2nd Monday of January in each year.

IN WITNESS WHEREOF we have made, signed and acknowledged this Certificate, in duplicate, this 19th day of December, 1925.

Kathryn S. Dohr
Ruth Johnson
Edna B. Blake
Nina Miller

Dorothy Delmhorst
Jane Donnelly
Victoria Zielinska

STATE OF NEW YORK
COUNTY OF NEW YORK, ss.

On this 19th day of December, 1925, before me personally came KATHRYN S. DOHR, RUTH JOHNSON, EDNA B. BLAKE, NINA MILLER, DOROTHY DELMHORST, JANE DONNELLY, and VICTORIA ZIELINSKA, to me known and known to me to be the persons described in and who executed the foregoing certificate and they severally acknowledged to me that they executed the same for the purposes therein expressed.

Frank C. Titus,
Notary Public, Bronx Co.

STATE OF NEW YORK,
COUNTY OF NEW YORK, ss.

I, WILLIAM T. COLLINS, Clerk of the said County and Clerk of the Supreme Court of said State for said County,
Do Hereby Certify that the Certificate of Incorporation of

PHI CHI THETA, Inc.

With acknowledgment thereto annexed, was filed and recorded in this office on the 4th day of January, 1926, at 10:31 A.M.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal this 4th day of January, 1926.

(Seal of County Clerk) WILLIAM T. COLLINS
Clerk

**AMENDMENTS TO ORIGINAL
CERTIFICATE OF INCORPORATION**

As amended by the Grand Chapter at:

Berkeley, California, June 1928

Transposed: First article and Second article - i.e. First - Name and Second - Purpose.

Changed: Second (purpose): "highest" to "higher".

Deleted: Sixth: "the persons to be".

Changed: Seventh: to "The time for holding the annual meeting of the directors shall be at the time of the biennial, and on the second Monday of June in alternate years."

Boston, Massachusetts, June 1930

Eliminated: First (name): "meaning in the Greek language (Excel through the eager pursuit of business.)"

As amended by the National Chapter at:

Madison, Wisconsin, June, 1958

Changed: Fifth: to "That the Board of Directors shall be the duly elected National Officers and one Director-at-Large."

Cincinnati, Ohio, July 1986

Changed: Second (purpose): The word "women" was changed to "individuals", "everyone", and "people".

Nashville, Tennessee, July 2000

Eliminated: Fourth: That the principal office shall be in the Borough of Manhattan, City, County and State of New York.

Eliminated: Fifth: "...and one Director-at-Large."

Changed: Seventh: "The time for holding the annual meeting of the directors shall be at the time of the National Chapter Meeting and at the Executive Council Meeting in other years."

**AMENDED
 CERTIFICATE OF INCORPORATION
 of
 PHI CHI THETA, Inc.**

We, the undersigned, all being persons of full age and citizens of the United States, and more than five of us being residents of the State of New York, desiring to form a corporation pursuant to Chapter 41 of Article 3 of the Membership Corporations Law of the State of New York, do hereby certify as follows:

First: That the name of the proposed corporation is Phi Chi Theta, Inc.

Second: That the purpose and particular objects for which the corporation is to be formed are to promote the cause of higher business education and training for all individuals, to foster high ideals for everyone pursuing a career in business, to encourage fraternity and co-operation among people preparing for such careers and to stimulate the spirit of sacrifice and unselfish devotion to the attainment of such ends, and for that purpose, among others, to acquire real property by purchase, lease or otherwise; and the aforesaid purposes shall continue to be its particular objects.

Third: That the territory in which its operations are to be conducted is the State of New York, and other States of the United States of America, and the Dominion of Canada.

Fourth: That the principal office shall be in the Borough of Manhattan City, County and State of New York.

Fifth: That the names and places of residence of its incorporators and directors until its first annual meeting are:

Names	Addresses
Kathryn S. Dohr	609 W. 114th St., New York, N.Y.
Ruth Johnson	212 E. Tremont Ave., New York, N.Y.
Edna B. Blake	3985 Richmond Turnpike, Richmond Co., Staten Island, N.Y.
Nina Miller	527 W. 121st St., New York, N.Y.
Dorothy Delmhorst	85 Midwood St., Brooklyn, N.Y.
Jane Donnelly	Linoleumville, Staten Island, N.Y.
Victoria Zielinska	225 W. 14th St., New York, N.Y.

Sixth: The time for holding the annual meeting of the directors shall be at the time of the National Chapter Meeting and at the time of the Executive Council Meeting other years.

IN WITNESS WHEREOF we have made, signed and acknowledged this Certificate, in duplicate, this 19th day of December, 1925.

Kathryn S. Dohr

Ruth Johnson
 Edna B. Blake
 Nina Miller

Dorothy Delmhorst

Jane Donnelly
 Victoria Zielinska

STATE OF NEW YORK
 COUNTY OF NEW YORK, ss.

On this 19th day of December, 1925, before me personally came KATHRYN S. DOHR, RUTH JOHNSON, EDNA B. BLAKE, NINA MILLER, DOROTHY DELMHORST, JANE DONNELLY, and VICTORIA ZIELINSKA, to me known and known to me to be the persons described in and who executed the foregoing certificate and they severally acknowledged to me that they executed the same for the purposes therein expressed.

Frank C. Titus,
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(Seal of County Clerk) WILLIAM T. COLLINS
Clerk

PROFESSIONAL ACTIVITIES

PHI CHI THETA, Inc. and its local chapters encourage the active involvement of its members in the following professional activities:

- ◆ Honoring outstanding business leaders at both the national and local levels.
- ◆ Sponsoring, with other business organizations or individually, Career Days, special events for business students, or professional programs of benefit to the student body at the college where a chapter is located.
- ◆ Providing assistance to the faculty and staff of the local college in the planning and staffing of professional conferences and orientation programs, in compiling and analyzing surveys needed by the school, and in the advising and counseling of entrants into the professional curriculum.
- ◆ Furnishing professional speakers to other organizations.
- ◆ The National Chapter, through its authorized representatives, also:
 - ◆ Publishes a national magazine containing articles and information on matters of professional interest, career development, local chapter and regional activities, and the activities of national organizations to which the Fraternity belongs.
 - ◆ Participates in the activities of the Professional Fraternity Association (PFA), the Association to Advance Collegiate Schools of Business (AACSB), and the College Fraternity Editors Association (CFEA).
 - ◆ Awards local chapters with an annual certificate for efficient chapter administration and the implementation of professional activities. This system is known as the Efficiency Rating Program.

SCHOLARSHIPS

Scholarships may be awarded annually to worthy students to further their studies in the fields of business and economics. National scholarships may be awarded by the Phi Chi Theta Anna E. Hall Memorial Scholarship Fund, the Helen D. Snow Memorial Scholarship Fund, the Phi Chi Theta Educational Foundation, and additional local scholarships may be awarded by local Alumni and Collegiate Chapters.

HISTORY

PHI CHI THETA, Inc. was organized on June 16, 1924 in Chicago, Illinois, with the merger of Phi Theta Kappa and Phi Kappa Epsilon. The Fraternity is incorporated in the State of New York, registered with the Patent & Trademark Office of the United States Department of Commerce, is a charter member of the Professional Fraternity Association - an organization composed of national professional Greek-letter organizations, and is a member of the American Assembly of Collegiate Schools of Business, and the College Fraternity Editors Association.

Founders and Charter Members

Mrs. Mary Stoddard Duggan	New York Alpha	Mrs. Edna Blake Davis	New York Beta
Nina Miller	New York Alpha	Mrs. Alice Wyman Schulze	Delta
Mrs. Anna E. Hall	Colorado Alpha	Nell McKenry	Epsilon

On July 27, 1973, Epsilon Eta Phi Fraternity merged with, and became part of, Phi Chi Theta. Epsilon Eta Phi was founded in Chicago, Illinois on May 3, 1927 by **Melba Pinckney Allen, Iona Bloomer Radsch, Florence Cockerham Turzak, Ruth Erickson Funk, Ruth Novak Berger** and **Evelyn Scheer Carlson**.

National Honorary Members

Dr. Lillian M. Gilbreth, President, Gilbreth, Inc., Consulting Management Engineers.
Dr. Viva Boothe, Director of Business Research, Ohio State University.
Mrs. Mamie K. Taylor, Executive Department, Georgia Power Company and Public Relations Consultant.
Miss Bernice Fitz-Gibbon, President, Bernice Fitz-Gibbon, Inc., Advertising Consultants, New York City.
Honorable Esther E. Peterson, Former White House Consumer Advisor.
Miss Margaret Divver, Second Vice President, John Hancock Mutual Life Insurance Co., Boston, Massachusetts.
Miss Sylvia F. Porter, Nationally Syndicated Columnist, The Hall Syndicate, New York City.
Miss Margaret E. Lauer, CPA, New Orleans, Louisiana.
Honorable Leonor K. Sullivan, Former Member of Congress, St. Louis, Missouri.
Mrs. Ruth Handler, President, Ruthton Corporation, Los Angeles, California.
Mrs. Rosalind K. Loring, Associate Provost, Extended Education, University of Southern California, Los Angeles, California.
Marilyn Van Derbur, Television Personality, Lecturer, Corporate Consultant and Educator, Denver, Colorado.
Madeline H. McWhinney, President, First Women's Bank of New York, New York City.
Sister Jane Scully, President, Carlow College, Pittsburgh, Pennsylvania.
Camron Cooper, Treasurer, Atlantic Richfield Co., Los Angeles, California.
Dr. Eden Ryl, President and Chief Executive Officer, Ramic Productions, Newport Beach, California.
Dr. Jean Mater, Vice President, Mater Engineering Ltd., Corvallis, Oregon.
Dr. Jean M. Thomas, Dean of Student Development, Georgia State University, Atlanta, Georgia.
Marge Schott, Owner, Chairman, President and Chief Executive Officer, Cincinnati Reds baseball team, Cincinnati, Ohio.
Lynn Morley Martin, Secretary of Labor, United States Department of Labor., Washington, D.C.
Robert E. Knowling, Jr., Vice President, Ameritech Network Services, Chicago, Illinois.
Michael James Melko, Jr., Vice President, Smith Barney Inc., Oakbrook, Illinois.
Mr. Solomon D. Trujillo, President and CEO, US WEST, Denver, Colorado
Mr. R. Clayton McWhorter, Chairman, Clayton Associates, LLC, Nashville, Tennessee
Ms. Ann Marie Sabath, President, At Ease, Inc., Cincinnati, Ohio
Mr. Tim Bender, President of the Global Consumer Group, LeapFrog, Emeryville, California
Gloria Jean Kvetko, Founders, Gloria Jean's Gourmet Coffee, Buffalo Grove, Illinois.
Booz Allen Hamilton, The global strategy and technology consulting firm.
William C. Rhodes III, CEO of AutoZone, Memphis, Tennessee.
Colonel Ken Cordier, Retired USAF. Decorated veteran. Dallas, Texas.
David Cay Johnston, Pulitzer Prize winning journalist, Rochester, New York.
Dr. PeterMax Miller, Healthcare Marketing Ethicist, Professor, Author, Ironman, California.