



**University of Texas, Chapter 12 Bylaws
Phi Delta Kappa International, Inc.**

ARTICLE I – NAME AND OBJECTIVES

Section 1. Name and Region

The name and title of the Chapter shall be: The University of Texas Chapter 12 of Phi Delta Kappa International.

The Chapter is located in the region assigned to it by Phi Delta Kappa International, Incorporated (“PDK”) and is headquartered at the University of Texas in Austin, TX.

Section 2. Purpose

The objectives of the Chapter are to foster the purposes of PDK, to provide a vehicle by which members can meet and discuss matters of mutual interest, and to promote programs of action appropriate to the needs of public education.

ARTICLE II – ADMINISTRATION

Section 1. Books and Records

- a. The Chapter shall obtain a chapter list from PDK with the names and contact information of the members entitled to vote.
- b. All books and records of the Chapter may be inspected by any member having voting rights, for any proper Chapter purpose, at any reasonable time.

Section 2. Fiscal Year

The fiscal year of the Chapter shall be the same fiscal year as PDK.

ARTICLE III – MEMBERSHIP

Section 1. Chapter Membership

- a. No person may be a member of the Chapter unless he or she is also a member in good standing of PDK. No person who is a member in good standing of PDK and who pays all applicable Chapter and PDK dues may be denied membership in the Chapter.
- b. Chapter membership categories and voting rights shall be the same as those established in the PDK bylaws. All members may vote on chapter issues and hold chapter office.
- c. Membership in the Chapter may be terminated for non-payment of Chapter or PDK dues.

Section 2. Dues and Assessments

Chapter members shall be timely in payment of Chapter dues. PDK shall bill Chapter members for PDK dues, as well as Chapter dues.

ARTICLE IV – OFFICERS

Section 1. Officers

- a. The Officers of the Chapter are:
President, Program Vice President, Membership Vice President, Treasurer, Secretary, Foundation Representative, Scholarship Representative, Research Representative, Newsletter Editor, Historian, and Chapter Advisor. The term of office shall be two (2) years or until a successor is elected and assumes office.
- b. Chapter 12 Officers shall be elected in staggered years to ensure continuity of experienced leadership. In even numbered years, the following offices will be elected: President, Program Vice President, Secretary, Treasurer, and Chapter Advisor. In odd numbered years, the following offices will be elected: Membership Vice President, Foundation Representative, Research Representative, Scholarship Representative, Newsletter Editor, and Historian.
- c. No Chapter officer may serve more than two (2) terms in succession in the same office.
- d. No member may serve simultaneously as both President and Treasurer.

Section 2. Duties

- a. President:
 - Serves as the official voice and representative of the Chapter
 - Presides over Chapter meetings, supervises all activities, and assumes primary responsibilities for all Chapter activities
 - Acts as ex officio member of all committees of the Chapter
 - Appoints a member and oversees the maintenance of the [Chapter Facebook account](#) and other Chapter Social Media
 - Acts as Chapter Delegate to represent the Chapter at PDK conferences
 - Oversees the preparation of the annual report to be submitted to PDK International
 - Performs other duties as the Chapter may require
- b. Program Vice President:
 - Coordinates program planning and implementation
 - Oversees all arrangements for Chapter meetings including meeting space and any needed meals or refreshments
 - Serves as the chief liaison officer between the Chapter and the Dean of the College of Education and other University officials
 - Represents the Chapter in the absence of the President
 - Collects and summarizes program information needed for the Chapter's annual report
- c. Membership Vice President:
 - Develops a membership recruitment plan including outreach, orientation, initiation, and retention
 - Corresponds with interested initiates to oversee their acceptance of membership and the collection of required initiation fees and dues for submission to PDK International
 - Plans occasional member recognition opportunities

- d. Treasurer:
- Ensures that Chapter financial transactions are timely and proper and that all Chapter financial records and bank accounts are properly maintained
 - Prepares and oversees a yearly Chapter budget
 - Prepares and presents to the executive board and Chapter at regular intervals, a detailed statement of the Chapter's financial status
 - Handles all financial business between the Chapter and PDK International, such as ordering PDK pins
 - Ensures that Chapter financial records and tax forms are properly maintained and submitted
 - Prepares Chapter financial records for audit
 - Performs such other duties as the Chapter may require
- e. Secretary:
- Keeps minutes of all executive and Chapter business meetings and presents these for approval at the next meetings
 - Handles the general correspondence of the Chapter
 - Coordinates with the Chapter Treasurer and Membership Vice President maintaining accurate member addresses, changes, and/or deaths of members
- f. Chapter Advisor:
- Advises the Executive Board and Chapter President to ensure that the Chapter is complying with the PDK International Bylaws
 - As available, this position is filled by the outgoing Chapter President
- g. Foundation Representative:
- Directs the Annual Fund solicitation of members to increase the Educational Foundation
 - Promotes and provides information on the foundation to the membership
 - Reviews and acts on all foundation-related mailings from the PDK International Office
- h. Scholarship Representative:
- Distributes, receives, and screens applications for scholarships from prospective educators attending high schools in the area
 - Coordinates all committee work in the selection of the local Chapter scholarship and/or the Chapter endowed scholarship
 - Coordinates the scholarship awards ceremony at a Chapter meeting, traditionally held in April, including the issuing of invitations to the recipients and their guests
- i. Research Representative:
- Promotes PDK's Outstanding Doctoral Dissertation Awards Program
 - Serves as the liaison between the Chapter and PDK International's Center for Evaluation, Development, and Research
 - Coordinates all outreach activities connected with distributing notice, receiving applications, and identifying an outstanding applicant for selection of the annual "Timy Baranoff Research Grant Award"
 - Works with the Program Vice President to arrange opportunities for recipients of the Chapter Timy Baranoff Award to share their research with Chapter members

- j. Historian:
 - Maintains records for the Chapter including copies of meeting agendas, newsletters, and photos from events
 - Coordinates the nomination and selection of the Umstaddt (outstanding lay person) and Haskew (outstanding active member) Chapter Awards
 - Performs other duties as the Chapter may require

- k. Newsletter Editor:
 - Serves as the Chapter's public relations officer submitting, when appropriate, chapter news items to the international office for possible inclusion in PDK publications or to local media sources
 - Oversees the collection of Chapter news to publish in the Chapter newsletter called The Torch prior to each regularly scheduled meeting
 - Supervises and maintains the Chapter email account
 - Supervises and coordinates all Chapter bulk and post card mailings
 - Maintains an accurate home mailing list and email address list of all Chapter members

Section 3. Executive Board of Officers

Collectively, the officers of the Chapter shall make up the Executive Board. The Executive Board shall be the governing and policy-making body of the Chapter and shall have responsibility for supervising the activities of the Chapter.

Section 4. Eligibility

The Executive Board of Officers of the Chapter must be members of PDK in good standing.

Section 5. Nomination and Election

- a. Each fall, the Executive Board of Officers shall appoint a nominations committee consisting of at least three (3) voting members in good standing. The nominations committee shall recruit and accept nominations for each officer position due for election in the coming spring.
- b. In January of each year, the nominations committee shall publicize officer openings and identified nominees to all Chapter members. Additional nominations may be made, up to the date of election, provided that the nominated member is in good standing and meets the requirements for the office.
- c. At the February general meeting each year, the election of officers for the new biennium shall be held. The election shall be conducted at a regular meeting of the Chapter, provided at least thirty (30) days notice of the pending election has been given to all Chapter members.
- d. Officers will be installed at the last general meeting of the year.

Section 6. Vacancy and Removal

- a. No Chapter officer may remain in office if he/she no longer meets the eligibility criteria for office.
- b. Should any elected or appointed officer be unable to fulfill his/her elected term, the remaining officers (by majority vote) shall appoint a member to fill the vacant position for the remainder of the term. The appointed member must meet the qualification requirements for the position.

- c. Any Chapter officer may be removed from office by a vote of the membership for failure to perform the duties of office, negligence, violation of PDK's policies or procedures, or any other reason, provided that:
 1. The members of the Chapter, including the officer to be removed, have been notified in advance of the reason for potential removal.
 2. The officer has been provided an opportunity to respond on his/her own behalf.
 3. A majority of a quorum at a properly notified and held meeting vote to remove the officer from office.

ARTICLE V – MEETINGS

Section 1. Regular Meetings

- a. Chapter meetings may be held at such intervals as may be decided by the Chapter, but not less than two (2) times per year.
- b. Notification of each regular meeting shall be made at least thirty (30) days before the meeting.
- c. Meetings may also be held via webinar, conference call, or other form of communication by which all participants can hear one another.

Section 2. Special Meetings

- a. Special meetings of the Chapter may be called by the Chapter officers or by written request of ten percent (10%) of the members eligible to vote in Chapter elections.
- b. Notification of such meeting shall state the purpose of the meeting and shall be made at least ten (10) days before the meeting.

Section 3. Executive Board Meetings

- a. Executive Board Meetings shall be held prior to all regular Chapter Meetings.
- b. Annually the Executive Board will develop a calendar for both the Chapter and Executive Board Meetings prior to the first Chapter meeting.
- c. Meetings may also be held via webinar, conference call, or other form of communication by which all participants can hear one another.

Section 4. Quorum

The presence of at least four (4) members or twenty percent (20%) of the Chapter members who are eligible to vote, whichever is greater, constitutes a quorum for the transaction of business at any regular or special Chapter meeting. A majority vote of the quorum shall be required to take action, unless a greater vote is required by law, PDK's bylaws, or these Bylaws.

Section 5. Voting

At every meeting of the Chapter members, each voting Chapter member shall have one vote on any matter put before the membership. In the absence of a voting Chapter member, such Chapter member may vote by proxy.

Section 6. Waiver of Notice

Whenever any notice of any meeting of the members is required under provision of law or these Bylaws, a member may waive the notice requirement by signing a written waiver. The written waivers should be filed with the record of the meeting and may be prepared before or after the meeting. Any member present at any meeting, who does not object to the absence of notice, has waived the notice requirement.

ARTICLE VI – RELATIONSHIP WITH PDK AND OTHER PROVISIONS

Section 1. Relationship with PDK

The Chapter is a unit of PDK. Any action taken by the Chapter without the prior written consent of PDK's Board of Directors shall not be binding on PDK. PDK does not authorize the Chapter to act as an express or implied agent for, or on behalf of, PDK without the prior written consent of PDK.

Section 2. Chapter Activities

The Chapter shall be responsible, in addition to upholding the purpose of PDK, for the following: 1) promoting membership, 2) inducting and retaining members, 3) carrying out fiscal responsibilities according to PDK policies, 4) promulgating programs and services related to education, 5) fostering and supporting diversity and equity, 6) maintaining these Chapter Bylaws, 7) supporting the Phi Delta Kappa Educational Foundation, and 8) communicating with Chapter members and PDK.

Notwithstanding any other provisions of these Bylaws, the Chapter shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c)(3) of the U.S. Internal Revenue Code of 1986, or any successor provision.

Section 3. Logo and Name

All public uses by the Chapter of PDK's name, trademarks, and/or logos must be in compliance with the terms of the PDK Chapter Affiliation Agreement. Any Chapter logo must be approved in advance in writing by PDK.

Section 4. Dissolution

The Chapter may be dissolved by: (i) a two-thirds majority vote of the voting Chapter members; or (ii) a majority vote of the PDK Board of Directors, when such Chapter has been inactive for over one (1) year, or when such action is determined to be in the best interests of PDK. Chapter dissolution shall not affect PDK membership status of the members assigned to such Chapter. Upon dissolution, all Chapter funds shall revert to PDK. The Chapter President shall be responsible for closing the Chapter, ensuring that all Chapter debts and obligations are paid, and all Chapter records are sent to PDK headquarters.

ARTICLE VII – AMENDMENT OF THE BYLAWS

Section 1. Chapter Responsibility

The Chapter shall ensure that these Bylaws are kept current in relation to PDK's bylaws, policies and procedures. The Chapter shall abide by PDK's bylaws, policies and procedures. In the event that these Chapter Bylaws conflict with any PDK governing document or policy or procedure, the latter shall prevail and the Chapter Bylaws shall be revised accordingly.

Section 2. Amendment Process

The Executive Board of Officers shall review the Chapter's Bylaws whenever it receives notice that PDK's bylaws have been amended and, in any case, at least once during every term of office. Should changes be required, the Board of Officers will draft suggested amendments to be submitted to the PDK Executive Director for approval. Upon such approval, such amendments shall be submitted for approval to the Chapter membership at the next regularly scheduled Chapter meeting or through a mail or electronic ballot, provided that the notice of proposed amendments shall be given to all voting members of the Chapter at least 10 days before the voting deadline. Should a majority of those voting support the proposed amendments, the new amendments shall be adopted.