



CONSTITUTION AND BYLAWS 2023 EDITION

DELTA SIGMA THETA SORORITY, INC.

**GRAND CHAPTER
CONSTITUTION AND BYLAWS**

2023 Edition

This Constitution and Bylaws is published by and for Delta Sigma Theta Sorority, Inc., Grand Chapter, as authorized and adopted at the 56th National Convention.

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**DELTA SIGMA THETA SORORITY, INC.
1707 NEW HAMPSHIRE AVENUE, N.W.
WASHINGTON, DC 20009**

CONSTITUTION

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**CONSTITUTION OF
DELTA SIGMA THETA
SORORITY, INCORPORATED**

PREAMBLE

We, the duly constituted Grand Chapter of the Delta Sigma Theta Sorority, Inc., in order to form a closer union among college-educated women for the fostering of high ideals in moral, social, and intellectual life, and the assisting of our members in every possible way, do hereby establish this *Constitution* for the government of the extra and intra-fraternal relations of this Sorority. Chapters and sorors now existent, chapters organized, and sorors inducted hereafter, shall be bound by the government established in this *Constitution* and its *Bylaws* as may be amended from time to time. This is the official operating document of the Sorority, as voted upon by the Grand Chapter. Therefore, any provision in any other document that conflicts with this document is null and void.

ARTICLE I – NAME

The name of this organization shall be the Grand Chapter of the Delta Sigma Theta Sorority, Inc., commonly known as Delta Sigma Theta Sorority, Inc. and hereinafter referred to as “the Sorority.”

**ARTICLE II – SORORITY
CORPORATE SEAL**

The Sorority shall have a corporate seal that shall be in the form of a circle and shall have inscribed thereon the name of the Sorority and “1913.” The National Secretary shall be the custodian of the Sorority seal.

ARTICLE III – OBJECT

The principal purposes and aims of this Sorority shall be to engage in cultural, educational, advocacy and service activities; to establish, maintain, and encourage high cultural, intellectual and moral standards; and to direct and guide the chapters of the Sorority established under the authority and sanction of this organization.

ARTICLE IV – MEMBERSHIP

Section 1. INDIVIDUAL MEMBERS

- A. The Grand Chapter shall consist of all sorors duly initiated by any chapter who are financial, both with the Grand Chapter and a chapter, or are members-at-large, and those exempted from payment as stated in the *Bylaws*.
- B. The categories of membership shall include collegiate, collegiate member at large, alumnae, alumnae member at large and honorary.

Section 2. CHAPTERS

There shall be collegiate and alumnae chapters, also known as, unincorporated associations pursuant to the Internal Revenue Code and Grand Chapter status as a 501(c)(7) organization.

Section 3. REGIONS

There shall be geographic sub-divisions known as Regions. Each chapter shall be assigned to a Region based on its geographic location.

**ARTICLE V – OFFICERS,
NATIONAL BOARD OF DIRECTORS,
NATIONAL COMMITTEES AND NATIONAL COMMISSIONS**

Section 1. OFFICERS

The officers of the Sorority shall be the following and such other officers as from time to time may be necessary:

Elected National Officers

International President and Chair of the
National Board of Directors
National First Vice President
National Second Vice President (who shall be a collegiate
at the junior or senior level)
National Secretary
National Treasurer

Elected Regional Officers

Regional Directors
Regional Representatives

Appointed National Officers

National Chaplain
Legal Advisor
National Parliamentarian (*For Convention Only*)
National Sergeant-at-Arms (*For Convention Only*)

Appointed Regional Officers

Regional Chaplain
Regional Parliamentarian (*For Regional Conference Only*)
Regional Sergeant-at-Arms (*For Regional Conference Only*)

Section 2. NATIONAL BOARD OF DIRECTORS

The members of the National Board of Directors shall be the following: Elected Officers as reflected under ARTICLE V – and ARTICLE VII Section 1 and 2 of the *Bylaws*, National Elected Committee Chairs and Board-Elected National Committee and Commission Chairs recommended by the International President, and the Immediate Past National President, or designee.

Section 3. NATIONAL COMMITTEES AND NATIONAL COMMISSIONS

National Committees and National Commissions shall be elected as provided in the *Bylaws*.

ARTICLE VI – DUES, FEES, AND FINANCE

The Grand Chapter shall be financed by the dues and fees from its membership, sponsorships, and other appropriate revenue sources including contributions.

ARTICLE VII – MEETINGS

Section 1. NATIONAL CONVENTIONS

The Grand Chapter shall assemble in National Convention at regular intervals. A meeting of the Grand Chapter may occur remotely in the event an in-person meeting is not feasible. Such meeting must be recommended by the International President and approved by a majority of the National Board of Directors.

Section 2. REGIONAL CONFERENCES

Regional Conferences shall be held in alternate years of National Conventions.

Section 3. CHAPTER MEETINGS

Each chapter shall meet monthly as determined by its Rules of Order.

ARTICLE VIII – INCORPORATION

Section 1.

In order that it may avail itself of, and have the advantages emanating from corporate existence, the Sorority shall exist as an incorporated body under the laws of the Congress and under Chapter 4 of Title 29 of the District of Columbia Nonprofit Corporation Act, as amended from time to time, said corporation having the power to carry on its business and activities within the District of Columbia, throughout the United States and its territories, and elsewhere.

Section 2.

The Corporation is operated exclusively as an organization within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, as amended, as now in effect or as it may hereafter be amended.

The principal purposes and aims of the Corporation shall be: cultural, educational, advocacy and service; to establish, maintain, promote, and encourage high cultural, intellectual, and moral standards among its members and the members of its subordinate chapters, and to promote and encourage achievement in education, by granting scholarships, and other assistance, in accordance with its *Constitution and Bylaws*, to worthy and deserving members of its grand and subordinate chapters, and to other individuals at its discretion; to govern, supervise, control, and regulate sorors and the numerous chapters now existing and operating under the authority and sanction of the Corporation, which subordinate chapters are now reporting to the Corporation; to institute and charter undergraduate and mixed chapters at the seat of colleges and universities of recognized standing, and alumnae chapters in localities where there are sufficient graduate members to warrant same; to govern, supervise, control, and

regulate these chapters so established in accordance with its *Constitution and Bylaws*; to have full and sole authority over the ritualism of the Corporation, promulgated for the guidance of the subordinate chapters, and to revise, compile, promulgate, and issue the same whenever the Corporation deems it necessary; to have complete and final authority to hear and determine all questions or controversies that may arise with sorors and in such said subordinate chapters, whether referred to the Corporation by them or otherwise; and to have full and complete and final authority to do and perform every lawful act and thing necessary and expedient for the efficient exercise of the powers herein conferred for the benefit and use of the Corporation and its subordinate chapters under applicable law.

Section 3.

For corporate purposes, the control and management of the corporation shall be vested in the National Board of Directors. The Executive Committee, which is comprised of the International President, National First Vice President, National Second Vice President, National Secretary and National Treasurer; shall act on behalf of the Board between meetings and in emergency situations and provide organizational direction on behalf of the Board for the Executive Director and headquarters operations. The International President shall be the immediate supervisor of the Executive Director.

ARTICLE IX – PARLIAMENTARY AUTHORITY

All matters not covered by the *Constitution and Bylaws* of the Sorority shall be governed by the current edition of *Robert's Rules of Order, Newly Revised*.

ARTICLE X – LIABILITY

The National Officers and the National Board of Directors of the Grand Chapter of the Sorority expressly disclaim responsibility for the actions of chapters or individual members who are in violation of either the letter or the spirit of this *Constitution and Bylaws* and any governing documents.

ARTICLE XI – AMENDMENTS

This *Constitution* may be amended by a two-thirds (2/3) vote of the voting delegates assembled in the National Convention, provided at least 60% of the chapters in good standing are present and represented.

Proposed amendments shall be published to the Grand Chapter by January 31 before the convening of the National Convention.

Upon the declaration of extenuating circumstances and to protect the best interests of the Sorority, as determined by the National Board of Directors; upon the recommendation of the International President the *Constitution* may also be amended by a two-thirds (2/3) vote of a virtual assembly of the voting delegates of Grand Chapter provided that at least 60 % of all chapters in good standing are represented.

In the instance of a declaration of extenuating circumstances by the National Board of Directors and upon the recommendation of the International President, proposed amendments shall be published to the Grand Chapter at least 60 days before the commencing of the virtual assembly.

Permission is herein granted to correct amendments for article and section designations, punctuation, grammar, cross-references and to make other technical and conforming changes as may be necessary.

**THE BYLAWS OF
DELTA SIGMA THETA SORORITY, INCORPORATED**

ARTICLE I – DEFINITIONS

The following terms are defined in this article:

- A. A **soror** is a woman who has been duly initiated into the Sorority.

- B. A **member** is any soror who pays dues to a chapter and to Grand Chapter, or who pays a member-at-large fee, or who is exempt from payment of Grand Chapter dues and fees as stated in ARTICLE X - DUES AND FEES, Section 14. EXEMPTION FROM PAYMENT OF GRAND CHAPTER DUES AND FEES.

- C. **Membership Categories**
 - 1. An **alumnae member** is a soror who has paid dues to an alumnae chapter and is not matriculating at a college or university in a program leading to an initial baccalaureate degree or its equivalent. If the soror has not completed her initial baccalaureate degree or its equivalent and has returned to an educational institution to complete requirements for said degree, she has the option of joining the collegiate chapter, provided she has not paid dues to an alumnae chapter.
 - 2. A **collegiate member** is a soror who is matriculating at a college or university pursuing work leading to an initial baccalaureate degree or its equivalent.
 - 3. An **alumnae member at large** is an alumnae soror who elects to affiliate only with Grand Chapter.
 - 4. A **collegiate member at large** is a soror who may elect to affiliate only with Grand Chapter. To be eligible for collegiate member-at-large membership, a soror must maintain a cumulative grade point average of 2.75 on a 4.0

scale or a 1.75 on a 3.0 scale **and** be enrolled at a college or university where the **chapter** has been retired or suspended; or the college or university has terminated its support/contract with the Sorority; or the soror has transferred to an institution where there is not a chapter.

5. An **honorary member** is a soror who has distinguished herself by making an extraordinary contribution in her field. Her accomplishments have resulted in a significant impact on the national or global community.

D. Life Memberships

1. A **Life Member** is a soror who has paid in full a Life Membership fee prior to 1963.
 2. A **Golden Life Member** is a soror who has paid in full one of two specified Golden Life Membership fees.
 3. A **Diamond Life Member** is a soror who has paid in full the specified Diamond Life Membership fee.
- E. A **chapter** is the local branch of the Sorority designated by geographic location or college or university campus that consists of members who have paid dues to Grand Chapter and the chapter.

F. Delegates

1. **Voting Delegate** - the member who has been designated by her chapter to represent it at a National Convention or Regional Conference.
2. **Alternate Delegate** - the member who has been designated by her chapter to take the seat of the voting delegate and act in her absence.
3. **Non-voting Delegate** - any member who registers for and attends a National Convention or Regional Conference who is neither a voting nor an alternate delegate.

- G. A **quorum** is the minimum number of members who must be present at the meeting for business to be validly transacted.
- H. A **majority vote** is more than half of the votes cast by members entitled to vote, excluding blanks, or abstentions at a properly called meeting. (Example: $19 \times \frac{1}{2} = 9 \frac{1}{2}$. 10 votes needed for majority.)
- I. A **legacy** is a daughter or granddaughter of a soror.

ARTICLE II – MEMBERSHIP

Section 1. REQUIREMENTS FOR COLLEGIATE MEMBERSHIP INTAKE

- A. Any woman of good character is eligible for collegiate membership in the Sorority provided that she:
 - 1. must demonstrate involvement in public service activities;
 - 2. is matriculating at a college or university, approved by the National Scholarship and Standards Committee, in day, evening or extension classes as a student pursuing work leading to an initial baccalaureate degree or its equivalent;
 - 3. has completed at least 24 semester hours or 36 quarter hours at a college or university recognized by the US Department of Education, the Council of Higher Education or the equivalent international accreditation agency and is currently enrolled as a part-time or full-time student as defined by the college or university;
 - 4. has submitted a completed Application for Membership packet which includes an official transcript showing a minimum cumulative grade point average of 2.75 on a 4.0 scale or 1.75 on a 3.0 scale, which transcript must be emailed directly to the chapter from the appropriate college or university;
 - 5. has been approved for membership by majority vote of the members of the chapter through which she is to be

- initiated. The chapter vote is final. Absent a violation of the Sorority's Membership Intake Program, a chapter vote shall be upheld;
6. has been approved for membership by the Regional Director of which the initiating chapter is a part;
 7. has never been a member of, nor has been expelled from, any society holding membership in the National Pan-Hellenic Council, Inc., the Panhellenic Conference, Inc., the National Multicultural Greek Council, Inc., or the Interfraternity Council;
 8. meets all financial requirements of the Grand Chapter and the initiating chapter; and
 9. meets all requirements for membership as outlined in the Administrative Procedures for Membership Intake and procedural manuals approved by the Board of Directors.
- B. Any woman who has received or completed the requirements for a baccalaureate degree or its equivalent is ineligible for membership in a collegiate chapter, even if she remains at that institution to pursue another baccalaureate degree or its equivalent.

Section 2. REQUIREMENTS FOR ALUMNAE MEMBERSHIP INTAKE

- A. Any woman of good character is eligible for alumnae membership in the Sorority provided that she:
1. must demonstrate involvement in public service activities;
 2. lives in a primary residence which must:
 - (a) Be in the chapter service area as identified by the chapter charter or source documentation provided from National Headquarters or Regional Director;
 - (b) Not be in the service area of any other chapter, and the residence is within the same region, and 50 miles of the chapter's service area.
 3. holds a baccalaureate or its equivalent or higher degree from

- an accredited college, university or professional school that is recognized by the US Department of Education, the Council of Higher Education or the equivalent international accreditation agency;
4. has submitted a completed Application for Membership packet which includes an official transcript showing a minimum cumulative grade point average of 2.75 on a 4.0 scale or 1.75 on a 3.0 scale, which transcript must be emailed directly to the chapter from the appropriate college or university. The grade point average requirement is not applicable where the applicant demonstrates that:
 - it has been 10 years or more since she has received her baccalaureate degree or its equivalent; or
 - she has received a professional designation equivalent to a master's degree or above; or
 - she has received a post graduate degree or a professional designation equivalent (International Chapters only).
 5. has never been, nor has been expelled from, any society holding membership in the National Pan-Hellenic Council, Inc., the Panhellenic Conference, Inc., National Multicultural Greek Council Inc, or the Interfraternity Council;
 6. has been approved for membership by majority vote of the members of the chapter through which she is to be initiated. The chapter vote is final. Absent a violation of the Sorority's Membership Intake Program, a chapter vote shall be upheld;
 7. has been approved for membership by the Regional Director of which the initiating chapter is a part;
 8. meets all financial requirements of the Grand Chapter and the initiating chapter; and
 9. meets all the requirements as outlined in the Sorority's Membership Intake Program and in the procedural manuals approved by the National Board of Directors.

Section 3. REQUIREMENTS FOR HONORARY MEMBERSHIP

- A. Honorary Members shall be women who have made extraordinary contributions in their field and have made significant impact on the national or global community consistent with the Sorority's programmatic thrust. An Honorary Member **must** exemplify the Cardinal Principles of the Sorority. An individual may be considered for honorary membership into the Sorority provide she is:
1. recommended by a member or chapter(s) to a Special Committee for Honorary Member Selection appointed by the International President. The Committee should have experience in vetting and identifying prodigious talent;
 2. recommended by the Honorary Member Selection Committee to the National Board of Directors;
 3. approved by a 2/3 vote of the National Board of Directors; and
 4. initiated during the National Convention closest to the candidate's acceptance of the Sorority's invitation to become an Honorary Member. The invitation shall be completed within one of two sequential National Convention cycles. Initiation may also occur at a time and place as recommended by the International President and approved by the National Board of Directors.
- B. An Honorary Member shall have all privileges of membership except those of voting and holding elective office.

Section 4. CHAPTER RESPONSIBILITY FOR MEMBERSHIP INTAKE

- A. All chapters shall adhere to the Sorority's Membership Intake Program as outlined in the Administrative Procedures for Membership Intake and procedural manuals in extending membership to applicants receiving the majority vote of the chapter and approval of the Regional Director.

- B. All requests for membership intake must be submitted to the Regional Director for processing between September 1 and March 1 of each fiscal year. All related activities must be completed by April 30.
- C. No chapter shall plan or implement any membership intake activities, procedures, or practices that deviate from the Sorority's Membership Intake Program, except as provided in Section 4-D of this Article.
- D. A chapter may implement membership intake activities, procedures, or practices that deviate from the Sorority's Membership Intake Program only in those instances where a college or university rules and regulations require such deviation. There shall, however, be no deviation from the academic requirement; in all instances an applicant for membership must meet the academic requirements as stated in ARTICLE II - MEMBERSHIP, Section 1. REQUIREMENTS FOR COLLEGIATE MEMBERSHIP INTAKE.
- E. Individuals may be denied acceptance to membership in the Sorority upon written decision of the Regional Director for reasons outlined in the Membership Intake Program of the Sorority.
- F. All applicants that apply for membership will be charged a nonrefundable application processing fee in the amount of \$15 for collegiate and \$30 for alumnae. This is an administrative fee that will be used to defray the chapter expenses associated with the selection process.

Section 5. REQUIREMENTS FOR MEMBERSHIP IN CHAPTERS

A. Collegiate Chapters

1. Any soror who is matriculating at a college or university

while pursuing an initial baccalaureate degree or its equivalent shall be accepted to membership in the chapter that serves that campus provided that she:

- a) satisfies all financial requirements of Grand Chapter;
 - b) pays dues to that collegiate chapter;
 - c) carries a minimum load equivalent to what is required of a half-time student; and
 - d) maintain a minimum cumulative grade point average of 2.75 on a 4.0 scale or a 1.75 on a 3.0 scale.
2. Any member returning to a college or university to complete requirements for her initial baccalaureate degree or its equivalent may elect to continue membership in an alumnae chapter or become active with the chapter that serves that institution.

B. Alumnae Chapters

1. Any soror who has completed, or temporarily suspended pursuit of, her baccalaureate degree or its equivalent is eligible to become a member of an alumnae chapter provided that she:
 - a) satisfies all financial requirements of Grand Chapter; and
 - b) pays dues to that chapter.
2. Any alumnae soror may select the chapter of her membership in those communities in which there are two or more alumnae chapters.
3. Receipt of a baccalaureate degree or its equivalent is not required of a soror for alumnae chapter membership.

C. Transferring membership from one chapter to another is complete upon:

1. verification of membership in the Sorority;

2. payment of the new chapter's dues; and
 3. payment of Grand Chapter dues, or verification of payment through the previous chapter.
- D. A soror shall not hold membership in more than one chapter at a time.

ARTICLE III – CHAPTERS

Section 1. ESTABLISHMENT AND MAINTENANCE

A chapter of the Sorority shall be established upon the recommendation of the Regional Director with the approval of the International President and National First Vice President.

A. Collegiate Chapters

A collegiate chapter may be established as a campus-based chapter, a city-wide chapter or a core chapter and shall be composed of collegiate members as defined in ARTICLE II - MEMBERSHIP, Section 5. REQUIREMENTS FOR MEMBERSHIP IN CHAPTERS. Once established, a collegiate chapter with fewer than seven members, must request and receive special dispensation to function in any given sorority year. The Regional Director shall inform the National Scholarship and Standards Committee.

1. A campus-based chapter may be established at an accredited four-year college or university approved by the National Scholarship and Standards Committee. Said chapter shall consist of a minimum of seven women meeting the requirements of collegiate membership as set forth in ARTICLE II - MEMBERSHIP, Section 5. REQUIREMENTS FOR MEMBERSHIP IN CHAPTERS.
2. A city-wide collegiate chapter may be established in a given location. Said chapter shall consist of a minimum of seven women who are matriculating at accredited four- year

colleges and universities recognized by the US Department of Education, the Council of Higher Education or the equivalent international accreditation agency and approved by the National Scholarship and Standards Committee. Biennial Letters of Recognition and/or Memorandum of Understanding (MOU) shall be submitted from each institution where city-wide collegiate chapters are established in order for the institution to remain a part of the city-wide collegiate chapter's charter. The members shall meet the requirements of collegiate membership as set forth in ARTICLE II - MEMBERSHIP, Section 5. REQUIREMENTS FOR MEMBERSHIP IN CHAPTERS.

3. A core collegiate chapter may be established as a campus-based chapter that initiates its members from students at nearby accredited four-year colleges and universities that have been recognized by the US Department of Education, the Council of Higher Education or the equivalent international accreditation agency and approved by the National Scholarship and Standards Committee. Biennial Letters of Recognition and/or Memorandums of Understanding (MOU) shall be submitted from each institution where core chapters are established in order for the institution to remain a part of the core collegiate chapter's charter. A college or university official from each institution that has agreed to host a chapter must provide written consent to the Sorority. Said chapter shall consist of a minimum of seven women who meet the requirements for collegiate membership as set forth in ARTICLE II - MEMBERSHIP, Section 5. REQUIREMENTS FOR MEMBERSHIP IN CHAPTERS.

B. Collegiate Chapter Advisors

1. Each collegiate chapter shall have a minimum of two chapter advisors (primary and secondary). Any chapter that does not

- have two certified advisors in accordance with the *Chapter Management Handbook* shall be made inactive by the Regional Director until a primary and secondary advisor has been selected and approved by the Regional Director. Where two advisors are not sustainable, the collegiate chapter must receive approval from the Regional Director.
2. The advisor(s) shall be selected by a committee of the campus-based chapter, the city-wide chapter or the core chapter and recommended to the chapter for a vote. The committee shall include the president, the vice president and one to three chapter members with the approval of the Regional Director.
 3. The advisor shall:
 - a) be an alumnae member who resides in the community, and is a member of the alumnae chapter in that community; and
 - b) be a member in an alumnae chapter during the last two years; or
 - c) be a member at large during the last two years who resides in the community; and
 - d) have attended one of the last two National Conventions or Regional Conferences; and
 - e) have attended an advisor's workshop within the last two years; and
 - f) be knowledgeable about policies, procedures and programs of the Sorority.
 4. Where the collegiate chapter does not have an alumnae chapter within 40 miles of the city or county line of the collegiate chapter, they shall consult the Regional Director to assist in the selection and approval of the closest qualified member(s) to serve as chapter advisor(s).
 5. Where a college or university requires that one of its faculty or staff serve as an advisor to a chapter operating on its campus, the chapter shall comply with the institution's regulations in selecting the advisor. If an alumnae member

- serves on the faculty or staff of such an institution, the chapter shall seek permission from the institution to select the alumnae member as its advisor, with the consent of the alumnae member. Advisors shall also be appointed as provided in this section, unless such selection is contrary to rules of the institution.
6. The Regional Director shall approve all special considerations in selecting the advisor(s) and shall inform the National Scholarship and Standards Committee.
 7. The advisor shall:
 - a) guide collegiate chapters in developing and implementing programs and activities that comply with the Sorority's standards and policies;
 - b) act as a liaison between the collegiate chapter and the alumnae chapter(s); and
 - c) report to the Regional Director on the collegiate chapter's activities.
 8. Any advisor(s) who fails to adhere to duties as defined in these *Bylaws*, ARTICLE III - CHAPTERS, Section 1. ESTABLISHMENT AND MAINTENANCE, the *Chapter Management Handbook* and any specific directives given by the appropriate officers shall be discharged from her responsibilities as an advisor.

C. Alumnae Chapters

1. Initial chapter in a geographic area:
 - a) shall be composed of a minimum of 12 alumnae members;
 - b) each soror shall be a member of the Grand Chapter at the time of application;
 - c) each member shall reside in the area where the chapter is to be seated; and
 - d) the applicants must submit evidence that:
 - (1) the proposed chapter is capable of meeting continuing requirements of Grand Chapter;

- (2) the community can support a chapter; and
 - (3) the proposed chapter is capable of meeting community needs.
2. Once established, a chapter with fewer than 12 members must request and receive special dispensation to function in any given sorority year. The Regional Director shall inform the National Scholarship and Standards Committee.
3. Additional chapters in the same geographic area.
 - a) Any chapter established within 40 miles of the city or county line (herein referred to as the same geographic area) of an existing alumnae chapter is considered an additional chapter.
 - b) The application for chartering must consist of 24 members. Each additional chapter established in the city or locale shall be comprised of 12 additional members beyond the number required for the last chapter established - the third chapter ($24 + 12 = 36$ members); the fourth chapter ($36 + 12 = 48$ members).
 - c) All members submitting an application for the additional chapter must live in the area where the chapter is designated to serve.
 - (1) The geographic area of the additional chapter shall be the area assessed.
 - (2) Any new member initiated must reside in the area being served.
 - d) The group of members submitting an application for an additional alumnae chapter must submit evidence that:
 - (1) the community can support an additional chapter;
 - (2) the proposed chapter shall be capable of meeting continuing requirements of Grand Chapter; and
 - (3) the assessment of community needs clearly defines the social, educational and economic issues of the area.
 - e) A notice of filing of the application for an additional chapter shall be submitted to the existing chapter(s) in

the area following the submission of the application to National Headquarters.

- f) Each soror shall be a member of the Grand Chapter at the time the application is made.
4. A coordinating council, to include the presidents of the various chapters, must be established in geographic areas where there are more chapters of the Sorority to ensure coordination of programming, scheduling of events, eliminating duplication of functions and establishing boundaries within which each chapter is to operate. This activity will be monitored by the Regional Director.
5. Upon recommendation of the Regional Director, and the approval of the National First Vice President and the International President, the National Secretary shall issue a charter for the new chapter, which shall be established by the Regional Director.
6. All applications for Chapter Establishment must be submitted for processing between September 1 and March 1 of each year, and all related activities must be completed by April 30.

D. Incorporation by Chapters Prohibited

Chapters shall not incorporate but rather shall operate under the umbrella of the Grand Chapter, Delta Sigma Theta Sorority, Incorporated. Non-United States military-based international chapters shall be incorporated separately by Grand Chapter, Delta Sigma Theta Sorority Incorporated upon the recommendation of the International President and approval by the National Board of Directors.

Section 2. NOMENCLATURE

- A. Collegiate chapters shall be designated by the letters of the Greek alphabet, beginning with Alpha and rotating in regular order to

Omega. After the alphabet is exhausted, the letter “Alpha” is assigned as a constant component for the names of the chapters in these groups, placed first. When the alphabet is next exhausted, it will begin with “Beta” as the first constant component, and so on. The given name (the second component of the chapter name) shall rotate successively through the Greek alphabet in like manner. For example, Alpha Alpha, Alpha Beta, Alpha Gamma, etc. When the double alphabet is exhausted, chapter names will be assigned using three Greek letters. For example, Alpha Alpha Alpha, Alpha Alpha Beta, etc. A chapter shall not be assigned the name of any existing member group of the National Pan-Hellenic Council, Inc., the Panhellenic Conference, Inc. or the National Multicultural Greek Council, Inc.

- B. The initial alumnae chapter in a geographic area shall be identified by the name of the city and state in which it is located. Each additional alumnae chapter in the same geographic area shall submit a name along with the application, which meets the following criteria:
 - 1. incorporates official name of municipality or locale where the chapter is to be seated or chartered; for example, Detroit Motor City Alumnae, Boston Harbor City Alumnae; and
 - 2. this name shall be submitted to the Regional Director, the Chair of the National Scholarship and Standards Committee, and the International President.

- C. The final determination of the name of an alumnae chapter in an area shall be made jointly by the officers approving the chapter charter.

Section 3. CHAPTER RULES OF ORDER AND POLICIES AND PROCEDURES

All chapters shall be governed by Grand Chapter *Constitution and Bylaws* and shall execute an operating agreement as prescribed by the

Sorority from time to time to include chapter promulgated Rules of Order and Policies and Procedures. The Rules of Order and Policies and Procedures shall be submitted to the National Scholarship and Standards Committee for review, approval and compliance, and thereafter when amended by two-thirds vote of the chapter members present and voting.

Section 4. CHAPTER RESPONSIBILITY

- A. Each chapter shall:
1. remit dues to National Headquarters as provided in ARTICLE X - DUES AND FEES for all members of the chapter;
 2. keep a record of all income and disbursements in a form prescribed by the Grand Chapter or according to generally accepted accounting principles;
 3. file all records and reports as required by the Grand Chapter, and be represented at each National Convention;
 4. be represented at every Regional Conference of its region;
 5. give evidence of a local program consistent with the national program of the Sorority;
 6. meet the corporate requirements of Grand Chapter by submitting annually the required fees, reports and forms listed on the Corporate Accountability Form;
 7. be required to carry general liability insurance in an amount as designated by the Sorority and approved by the National” Board of Directors;
 8. be covered by general bonding insurance which shall be provided through Grand Chapter; and
 9. be required to pay corporate fees as set out in ARTICLE X - DUES AND FEES, Section 4. CORPORATE FEES.
- B. In the event that the Grand Chapter is caused to incur legal expenses, including but not limited to, attorneys’ fees, settlement amounts, judgment awards, interest and costs, as the result of claims or lawsuits arising out of the contracts, acts or conduct of

a particular chapter, its officers or members, the chapter from which such claim or lawsuit arose shall be liable to reimburse the Grand Chapter for all such expenses upon terms satisfactory to the National Board of Directors. Failure of a chapter to make such reimbursement shall result in the imposition of such disciplinary action against the chapter, as the National Board of Directors deems appropriate.

- C. Any chapter failing to remit the required fees, reports and forms shall be declared inactive immediately, and shall not proceed with the chapter program or membership intake until all corporate requirements are met and the Regional Director declares that the chapter is in compliance.
- D. Active status for failure to remit fees shall be resumed only upon payment of said fees to National Headquarters.
- E. Chapter Audit Requirement – The financial records of a chapter shall be audited by the internal audit committee, and by an external certified public accountant (if applicable), within 60 days of the close of each fiscal year. A copy shall be submitted to National Headquarters by February 28th.

ARTICLE IV – REGIONS

Section 1. OFFICERS

The officers of the region shall be:

- Regional Director
- Regional Representative

Section 2. MEMBERS

Chapters in the region as designated by the Grand Chapter shall be the members of the region.

Section 3. BUSINESS

- A. The business of the Regional Conference shall consist of:
1. such matters as are referred to the Conference by the National Convention;
 2. such matters as are referred to the Conference by the National Board of Directors;
 3. recommendations to the National Board of Directors for Grand Chapter programs;
 4. interpretation of the Grand Chapter policies and programs to chapters of the Sorority;
 5. internal development workshops and training leading to more effective participation of members in the chapters of the Sorority; and
 6. election of Regional Directors, Regional Representatives, and other officers as may be authorized by these Bylaws.

ARTICLE V – DUTIES OF NATIONAL AND REGIONAL OFFICERS

Section 1. INTERNATIONAL PRESIDENT and CHAIR OF THE NATIONAL BOARD OF DIRECTORS

- A. It shall be the duty of the International President to provide leadership, administrative guidance and direction to the structure and programming of the Sorority and the National Board of Directors. She shall:
1. serve as Chair of the National Board of Directors;
 2. serve as Chair of the National Convention Committee;
 3. preside over the National Convention;
 4. enforce the *Constitution and Bylaws*; Code of Conduct, policies and procedures, and other governing documents of the Sorority;
 5. annually establish a recommended pool comprised of members of the National Board of Directors to serve on

- appellate panels as assigned and adjudicate second level appeals pursuant to the disciplinary processes as outlined in the *Chapter Management Handbook*;
6. recommend to the National Board of Directors, for election, Chairs of National Standing Committees and Commissions for membership on the National Board of Directors.
 7. appoint members of National Committees, National Commissions, and National Convention Officers;
 8. recommend to the National Board of Directors:
 - a. the removal of any elected national officers or elected regional officer who fails to perform the duties of her office;
 - b. the removal of any Board Member that has been found to have violated the Code of Conduct;
 9. perform such ceremonies of the Grand Chapter as may be necessary and appropriate;
 10. strengthen public relations and maintain cooperative relations with other organizations;
 11. serve as an ex officio member of all national committees and commissions except the National Nominating Committee, with whom she may meet at its request, and as an ex officio member of the National Scholarship and Standards Committee, provided that, she shall recuse herself from all disciplinary matters;
 12. in concert with the Executive Committee, provide organizational direction for the National Headquarters and serve as the immediate supervisor of the Executive Director and ensure that the established policies of the Grand Chapter and the National Board of Directors are executed;
 13. stimulate growth and development of the organization;
 14. exercise all powers and duties generally pertaining to the office of International President and Chair of the National Board of Directors;

15. work with the Regional Directors in coordinating their efforts and maintaining alignment and unity in the Sorority's objectives and program;
16. serve as an ex officio member of the Board of Directors of any related organization of the Sorority; and
17. be responsible for a corporate report to the National Convention which would include program status, financial status and program projection.

Section 2. NATIONAL FIRST VICE PRESIDENT

- A. It shall be the duty of the National First Vice President to:
 1. serve as Chair of the National Scholarship and Standards Committee;
 2. perform all the duties of the office of the International President in the absence, incapacitation, or at the request of the International President;
 3. oversee the establishment of chapters
 4. coordinate the leadership transition meetings for both Grand Chapter and Regional Leadership
 5. orient and provide ongoing training for Regional Directors and Regional Representatives
 6. assist with development and implementation of reclamation

Section 3. NATIONAL SECOND VICE PRESIDENT

- A. It shall be the duty of the National Second Vice President to:
 1. work with officers and chapters in stimulating and strengthening collegiate participation in the life of the Sorority;
 2. serve as liaison between collegiate and alumnae chapters to strengthen relationships and understanding;
 3. serve as a member of the National Scholarship and Standards Committee; and
 4. perform all the duties of the office of the International President in the absence, or at the request, of the International President.

Section 4. NATIONAL SECRETARY

- A. The National Secretary is the Corporate Secretary of Delta Sigma Theta Sorority, Incorporated and shall be responsible for the execution of duties typically associated with a corporate secretary. The National Secretary shall have charge of all Board records, the Sorority's official documents, and the seal of the Sorority.

All minutes and other records of the Board and of its Committees and Commissions, shall remain the property of the Sorority. The National Secretary shall be responsible for maintaining the confidentiality and security of such minutes and records and for reporting any breaches thereof to the Chair of the Board and the General Counsel-Chief Compliance Officer.

The National Secretary shall authenticate the actions of the Board before and with third parties, and deliver, as appropriate attestations of such actions of the Board as may be necessary to carry on the business of the Sorority or to give effect to the actions of the Board and Grand Chapter.

The National Secretary shall oversee and ensure the implementation, maintenance, accuracy and updating of the Sorority's policy management system.

- B. The National Secretary shall:
1. prepare the agenda of all Board meetings at the direction of the International President and Chair of the National Board of Directors;
 2. prepare the minutes of the National Board of Directors and Executive Committee meetings;
 3. ensure a copy of the minutes of each meeting of the Board is forwarded to its members and certify the same as a true copy when necessary;

4. send notices of the National Board and Committee meetings to the members of the Board;
5. maintain a central calendar for meetings, major events and other activities;
6. perform related duties assigned to the National Secretary by the Chair of the Board;
7. certify actions of the National Board of Directors and Grand Chapter;
8. affix the seal of the Sorority;
9. authenticate the records of the sessions of the National Convention not later than 180 days from the receipt of said Convention transcript; and
10. provide a finalized report of the proceedings and actions from the National Board of Directors meetings to each member within 30 days of ratification by the National Board of Directors

Section 5. NATIONAL TREASURER

- A. The National Treasurer shall possess one or more of the following credentials: Certified Public Accountant (CPA), Certified Internal Auditor (CIA), Certified Management Accountant (CMA), Certified Financial Planner (CFP), Chartered Financial Analysts (CFA) OR she has earned one of the following degrees: Master of Business Administration (MBA), Graduate degree or an undergraduate degree in finance, accounting or economics; OR five years current experience in the following industries: finance, budgeting, accounting, auditing, internal controls, and or asset management. The National Treasurer shall also have demonstrated experience having served as a Chief Financial Officer (CFO) or as a member of a board finance committee for a comparable for-profit or non-profit organization.
- B. The National Treasurer shall:
 1. serve as a voting member of the National Finance Committee which reviews and recommends financial policy;

2. receive and review the report of the CFO on monthly financial records and reconciliation reports of Grand Chapter monies;
3. present a quarterly financial report to the National Board of Directors and the chapters;
4. present a semi-annual financial report of all Grand Chapter monies to the National Board of Directors and advise the Board of the financial status of the Sorority;
5. ensure that the internal controls are adhered to and the financial policies are implemented;
6. present annually an audited financial report to the Grand Chapter;
7. advise and counsel the National Board of Directors;
8. advise the Board on strategies to stimulate economic growth and financial stability of the Grand Chapter and chapters in consultation with the International President and relevant committees and headquarters staff;
9. ensure all fiscal information on Grand Chapter is compiled and disseminated to chapters to include such information as bonding, insurance and investment; and
10. ensure fines levied on chapters and individuals as a result of disciplinary measures are collected.

Section 6. OTHER NATIONAL OFFICERS

- A. The International President shall appoint a Legal Advisor who shall possess the requisite experience and credentials. The Legal Advisor shall exercise such duties as associated with these positions.
- B. The International President shall appoint a National Chaplain who shall possess the requisite experience and credentials. The National Chaplain shall exercise such duties as associated with these positions.

Such other national officers as may be authorized by the Grand Chapter *Constitution and Bylaws* shall exercise such duties as customarily pertain to such offices unless otherwise specified.

Section 7. REGIONAL DIRECTORS

- A. Regional Directors must attend annual training sessions to become knowledgeable on policies, procedures, and programs of the Sorority.

- B. It shall be the duty of the Regional Director to:
 - 1. enforce the *Constitution and Bylaws*, the Operating Agreement, the Code of Conduct, policies and procedures, and other governing documents of the Sorority within her Region;
 - 2. stimulate growth and development in the region, encourage the chapters in the achievement of national program goals, and provide regional correspondence and communications with chapters in the region through e-mail, letters, newsletters or other appropriate means;
 - 3. assist and advise the chapters in the region;
 - 4. approve, assist, monitor or remove chapter advisor(s) as warranted and prescribed in ARTICLE III - CHAPTERS, Section 1. ESTABLISHMENT AND MAINTENANCE, B. Collegiate Chapter Advisors;
 - 5. investigate applications for the establishment of new chapters and such pre-initiation of collegiate groups as may be necessary prior to the establishment of chapters, make recommendations regarding the same to the National Scholarship and Standards Committee, and perform the ceremonies related to the establishment of new chapters. International Charter requests will be directed to the National First Vice President and the Regional designation determined by the International President;

6. review all required documentation, investigate any alleged violations, and approve the chapter's compliance with the Membership Intake Program of the Sorority;
7. report to the National Board of Directors and the Regional Conference, in conjunction with the Regional Representative, on the activities of the office;
8. serve as presiding officer at meetings of the Regional Conference;
9. appoint a Regional Secretary, Regional Journalist, and Regional Program Coordinator. In addition, the Regional Director, in consultation with the Regional Representative, shall appoint State or Country Coordinator(s) for each state, including the District of Columbia and international country in the region within 60 days following her election, to serve for the biennium;
10. appoint a Sergeant(s)-at-Arms, Parliamentarian(s), Chaplain(s), Timekeeper(s), committees, and others in accordance with the Regional Conference Planning Guide, to serve at the time of the Regional Conference;
11. submit reports to the National Scholarship and Standards Committee as requested.

Section 8. REGIONAL REPRESENTATIVES

A. It shall be the duty of the Regional Representative to:

1. assist the Regional Director with duties as assigned;
2. appoint a State Facilitator(s) or Country Facilitator(s), in consultation with the Regional Director, for each state, including the District of Columbia and each international country in the region within 60 days following her election, to serve for the biennium;
3. participate in the decision making on all disciplinary actions;
4. stimulate growth and development in the region, encourage the chapters in the achievement of national program goals, and carry on regional correspondence and communications

- with chapters in the region through letters, newsletters or other appropriate means;
5. assist and confer with the National Second Vice President in strengthening the life of the Sorority;
 6. submit reports to the National Scholarship and Standards Committee as requested; and
 7. serve as the Regional Social Action Co-Coordinator.

ARTICLE VI – NATIONAL BOARD OF DIRECTORS

Section 1. MEMBERS

The National Board of Directors shall consist of the elected National Officers of the Grand Chapter, the elected Regional Officers, Chairs of elected Standing Committees and International President recommended and Board elected Standing Committees and Commissions as delineated in ARTICLE VII, Sections 1 and 2, and the Immediate Past National President.

Section 2. MEETINGS

The National Board of Directors shall meet semi-annually and at the call of the International President.

Section 3. DUTIES

- A. It shall be the duty of the National Board of Directors to:
 1. act on the mandates of the Grand Chapter presented at the National Convention;
 2. act for the Grand Chapter in the interim between National Conventions;
 3. develop, implement and report to Grand Chapter a five-year, long-range plan and recommend the priorities for the Sorority's biennium;

4. approve all policies of the Sorority upon recommendation of the respective committee, commission, Executive Director, and upon concurrence of the International President;
5. appoint and terminate the Executive Director, upon the recommendation of the Executive Committee;
6. ensure the establishment of goals for Headquarters operations and oversee the execution of performance management by the Executive Committee;
7. serve as the second level appellate body subsequent to action by the National Scholarship and Standards committee appeals from chapters and individual members.

Section 4. VOTING

- A. Each National Officer, Regional Officer, and the Immediate Past President shall be allotted one vote;
- B. Each National Standing Committee and Commission established pursuant to an act of Grand Chapter, as delineated in ARTICLE VII, Section 1 and Section 2, shall be allotted one vote per committee and commission.

Section 5. NATIONAL EXECUTIVE COMMITTEE

- A. The National Executive Committee of the National Board of Directors shall consist of the:

International President
National First Vice President
National Second Vice President
National Secretary
National Treasurer

- B. The National Executive Committee shall meet quarterly and at the call of the International President. The Committee acts on

behalf of the Board to facilitate decision-making between Board meetings or in urgent or crisis circumstances. The Executive Committee may not incur indebtedness; acquire, pledge, or dispose of Sorority assets; elect or remove Board members; approve or amend the budget; or direct headquarters reorganization.

The Committee also acts as the Board's link to the Executive Director, performs the Executive Director's performance evaluation, and provides administrative direction to headquarters' operations. The Committee, under the leadership of the International President also facilitates action on the Grand Chapter's programs, policies, and administrative matters in the interim of the National Board of Directors meetings.

- C. The National Executive Committee does not supersede the National Board of Directors and the Committee decisions of a material nature shall be subject to ratification by the National Board of Directors not later than its next scheduled meeting.

Section 6. REMOVAL OF BOARD MEMBER

Pursuant to the recommendation of the International President, as a fiduciary of Grand Chapter, any Director may be removed by a majority vote of the Board, a quorum being present, at any meeting of the Board, upon certification by the Executive Committee that:

The Director proposed to be removed has acted in a way that: is either an actual or apparent violation of the Statement of Responsibilities of the Board; is inconsistent with the fiduciary role of a director; failed to timely submit required filings or has otherwise acted in a way to bring discredit to the Sorority or Board; or has been determined by the National Scholarship and Standards Committee to have violated the Code of Conduct.

Section 7. RECORDS MANAGEMENT

Confidential Records – Unless approved by the Board, minutes and other records of the Board, and of the Committees and Commissions are confidential. The General Counsel-Chief Compliance Officer, Chief Financial Officer, and independent auditors may have access to such minutes and records to the extent needed to conduct audits or reviews, or to otherwise comply with generally accepted accounting principles, legal imperatives, or such government requirements as may be applicable.

ARTICLE VII – NATIONAL STANDING COMMITTEES, COMMISSIONS, AND REGIONAL COMMITTEES

NATIONAL STANDING COMMITTEES

Elected Committees

Finance

Scholarship and Standards

Nominating

Audit and Corporate Compliance

Board Elected Chair and Appointed Committee Members

Communications and Public Relations

Constitution and Bylaws

Distinguished Professor Endowed Chair

Documents Review and Management

Heritage and Archives

Housing and Properties

Human Resources

Institutional Research

Leadership Academy

Membership Services

Program Planning and Development

Protocol and Traditions

Strategic Partnership
Strategic Planning
Technology

Board Elected Chair and Appointed Commission Members

Arts and Letters
Ritual and Ceremonies
Social Action

Other such committees approved by the voting delegates at the National Convention, shall be the standing committees of the Grand Chapter.

Section 1. Elected Committees

A. Finance Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Finance Committee is responsible for broad financial and investment oversight. The Board has the ultimate authority and accountability for financial oversight of the Sorority. In concert with advisors, the Committee shall assist the Board in discharging fiduciary responsibilities relative to the oversight of all corporate financial, investment and retirement financing matters. In fulfillment of these responsibilities the Committee shall take into account the operating conditions outlook for the Sorority, the need to liquidate, safety of principal and reasonable current income. The Committee shall recommend for approval of the Board and assess the implementation of policies associated with finance.
2. The Finance Committee shall consist of ten members: the National Treasurer; a Chair; one member from each of the seven regions; and one collegiate member in accordance with ARTICLE IX – ELECTIONS AND VOTING, Section

- 1, NATIONAL CONVENTIONS. The members of the Finance Committee must meet the following criteria: Alumnae Members must have earned one of the following designations: Certified Public Accountant (CPA), Certified Internal Auditor (CIA), Certified Management Accountant (CMA), Certified Financial Planner (CFP), Chartered Financial Analyst (CFA) OR earned one of the following degrees: Master of Business Administration (MBA), graduate degree or an undergraduate degree in finance, accounting or economics; OR five years of current experience in the following industries: finance, budgeting, accounting, auditing, internal controls, and or asset management and has served as a fiscal officer of a local chapter or member of the National Finance Committee. The collegiate member must hold a major in accounting, finance, business administration, or any other related subject area in the list of majors.
3. The chair of the Finance Committee shall have demonstrated experience having served as Chief Financial Officer (CFO) or as a member of a board finance committee for a comparable for-profit or nonprofit organization.

B. Scholarship and Standards Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Scholarship and Standards Committee shall administer and enforce policies and procedures, which includes the Sorority's scholarships program; the Code of Conduct; and the membership intake and chapter charter process. The Committee shall also oversee and manage the transition, onboarding, and training of Regional Officers. With regard to the Code of Conduct, the Committee shall utilize trained investigators to investigate alleged misconduct and improprieties, and adjudicate disputes by and among Chapter committees, officers, and individual members. The Committee shall administer and oversee policies and

procedures that prescribe compliance by Chapters and members. The Committee also serves as an appellate body to review disciplinary actions by Regional Directors. The Committee shall recommend for approval of the Board and assess the implementation of policies associated with scholarship and standards.

2. The Scholarship and Standards Committee shall consist of ten members: the National First Vice President, who shall serve as the Chair; the National Second Vice President; and eight other members in accordance with ARTICLE IX - ELECTIONS AND VOTING, Section 1. NATIONAL CONVENTIONS and Section 2. REGIONAL CONFERENCES. One member shall be elected in each of the seven regions to serve for four years, and one collegiate member shall be elected by the National Convention to serve for two years.

C. Nominating Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Nominating Committee shall plan, administer, and assess the process to facilitate the election of the Sorority's national and regional officers and elected committees. The Committee shall develop and implement a process of announcing, identifying, recruiting, screening, defining qualifications in consultation with the National Board of Directors, and selecting candidates, and recommend all associated nomination and election policy, rules and procedures for the approval of the Board. The Committee shall assess the implementation of policies associated with the nominations process. The committee routinely reports to the Board and presents the slate of candidates to Grand Chapter.
2. The Nominating Committee shall consist of nine members: one elected member from each region; one elected collegiate member; and an elected Chair. All members shall be elected in accordance with ARTICLE VI - NATIONAL BOARD OF

DIRECTORS, Section 3. DUTIES and ARTICLE IX – ELECTIONS AND VOTING of these Bylaws.

D. Audit and Corporate Compliance Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Audit and Corporate Compliance Committee shall assist the Board in discharging oversight responsibilities relating to: independence of members of the Committee; the adequacy and integrity of the accounting, reporting, auditing and financial practices and controls of the Sorority; the Sorority's compliance with legal and regulatory requirements; the independent accountants qualifications and independence, appointment and retention; the performance of the Sorority's independent accountants and internal auditors; and the oversight of the Sorority's corporate compliance and ethics program. The Committee shall report to the Board. The Committee shall recommend for approval of the Board, oversee and assess the implementation of policies associated with audit and corporate compliance enterprise risk. The committee shall report to the Board.
2. The Audit and Corporate Compliance Committee shall consist of eight elected members: the Chair; five alumnae members and two collegiate members, in accordance with ARTICLE IX – ELECTIONS AND VOTING, Section 1, NATIONAL CONVENTIONS. The members of the Audit and Corporate Compliance Committee must meet the following criteria: Alumnae Members who have earned one of the following designations: Certified Public Accountant (CPA), Certified Internal Auditor (CIA), Certified Management Accountant (CMA), Chartered Financial Analyst (CFA), Certified Information Systems Auditor (CISA), Certified Compliance and Ethics Professional (CCEP), Certified Regulatory Compliance Manager (CRCM), Chartered Global Management Accountant

(CGMA) OR Doctorate, Masters, or Bachelors in one of the following areas: accounting, finance, business administration or any other related major, OR possess five years of current experience in auditing, internal controls or finance. The collegiate member must hold a major in accounting, finance, business administration, or any other related subject area in the list of majors.

3. The Audit and Compliance Committee chair shall have demonstrated experience of having served as an audit committee member of a comparable for-profit or nonprofit organization. Members of the Committee shall include Sorors with demonstrated experience in corporate compliance, legal and regulatory requirements and enterprise risk management; the adequacy and integrity of accounting, reporting, and auditing; and financial practices and controls of a comparable for-profit or nonprofit organization.

Section 2. BOARD ELECTED COMMITTEE CHAIR AND APPOINTED COMMITTEE MEMBERS

A. Communications and Public Relations Committee

1. In fulfillment of the Board's fiduciary responsibility, the Communications and Public Relations Committee shall promote the Sorority's mission, vision, values and activities including: programs, membership, volunteerism, events, and public policy and social change advocacy agenda. The Committee shall also oversee the development, assessment and implementation of the Sorority's strategic communication and marketing plans. The plans shall expand the Sorority's presence and influence, as well as enhance its image and credibility internally and externally. The Committee shall recommend for approval of the Board, oversee and assess policies associated with communications and public relations. The committee shall report to the Board.

2. The Communications and Public Relations Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- B. Constitution and Bylaws Committee
1. In fulfillment of the Board's fiduciary responsibility, the *Constitution and Bylaws* Committee shall steward the Sorority's *Constitution and Bylaws*, which includes educating members on the Constitution and Bylaws, interpreting and reviewing proposed amendments and presenting such amendments to the Grand Chapter. The Committee shall periodically review and assess the *Constitution and Bylaws* pursuant to a best practice standard and recommend revisions as appropriate for consideration by Grand Chapter. The Committee shall report to the Board and recommend for the consideration of the Board policies associated with the *Constitution and Bylaws*.
 2. The Constitution and Bylaws Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- C. Distinguished Professor Endowed Chair (DPEC) Committee
1. In fulfillment of the Board's fiduciary responsibilities the Distinguished Professor Endowed Chair Committee shall oversee the implementation of the Sorority's initiative to provide financial resources for faculty-led research of distinction at Historically Black Colleges and Universities (HBCU). The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with the Distinguished Professor Endowed Chair. The committee shall report to the Board.
 2. The Distinguished Professor Endowed Chair Committee shall consist of members appointed by the International

President. The Chair shall be elected by the Board upon the recommendation of the International President.

D. Documents Review and Management Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Documents Review and Management Committee shall oversee, review, and maintain the Sorority's document management system. The Committee shall also recommend for approval of the Board, the establishment of standards and protocols for the approved use of all Delta documents primarily used by the membership. The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with document management. The committee shall report to the Board.
2. The Documents Review and Management Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

E. Heritage and Archives Committee

1. In fulfillment of the Board's fiduciary responsibilities the Heritage and Archives Committee shall ensure that the Sorority's history is documented, collected, maintained and shared in alignment with professional archival standards as promulgated by the Society of American Archivists. The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with heritage and archives. The committee shall report to the Board.
2. The Heritage and Archives Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

F. Housing and Properties Committee

1. In fulfillment of the Board's fiduciary responsibilities the Housing and Properties Committee shall serve as an expert advisor and provide professional guidance to the Sorority. The Committee shall seek to inform the Sorority's real estate strategy and plans, mitigate risk, increase value and maintain safety in the Sorority's properties and that of its affiliates. The Committee shall also oversee and document chapter-foundation relationships relative to real estate ownership. The Committee shall recommend for approval of the Board, oversee and assess the implementation of policies associated with housing and properties and chapter-foundation relations. The committee shall report to the Board.
2. The Housing and Properties Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

G. Human Resources Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Human Resources Committee shall promote, monitor, review, and make recommendations to the Board concerning the Sorority's effort to be a "best place to work" employer. The Committee assists the Board to fulfill its obligations as an employer overseeing the Sorority's compensation, human resources, and organizational development policies and practices as well as advise on major aspects of workforce planning, strategy, and investment to ensure workforce configuration and culture are optimally suited to the strategic needs of the Sorority, and reflect the Sorority's values of equity, diversity, and inclusion. The Committee shall recommend, oversee and assess the implementation of policies associated with Human Resources. The committee shall report to the Board.

2. The Human Resources Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

H. Institutional Research Committee

1. In fulfillment of the Board's fiduciary responsibility, the Institutional Research Committee shall oversee the collection, analysis, interpretation, reporting and dissemination of data and information to advise and inform the Sorority's strategy, planning, program and policy formula and plans, evaluation processes, educational needs of information producers, users and consumers and steward the Sorority's data and information. The Committee shall recommend for approval of the Board, oversee and assess the implementation of policies associated with institutional research. The committee shall report to the Board
2. The Institutional Research Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

I. Leadership Academy

1. In fulfillment of the Board's fiduciary responsibilities, the Leadership Academy Committee shall oversee the implementation and assess the effectiveness of the Sorority's initiative to establish and maintain a leadership talent pipeline. The Committee shall set a best-in-class standard in the development of programs, initiatives and trainings that promote enhanced decision-making, team building, increase retention and heighten engagement for the ongoing, voluntary, and self-motivated pursuit of knowledge and leadership skills for Sorors. The Committee shall also recommend for approval of the Board, oversee and assess

- the implementation of policies associated with the Leadership Academy. The committee shall report to the Board.
2. The Leadership Academy Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- J. Membership Services Committee
1. In fulfillment of the Board's fiduciary responsibilities, the Membership Services Committee shall oversee the design and implementation of best-in-class member organizations service programs. In fulfillment of these responsibilities, the Committee shall deploy every possible resource and data to inform member service strategies designed to increase and enhance member engagement, retention and satisfaction. The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with membership services. The committee shall report to the Board.
 2. The Membership Services Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- K. Program Planning and Development Committee
1. In fulfillment of the Board's fiduciary responsibilities, the Program Planning and Development Committee shall oversee the development, evaluation and implementation of best-in-class Sorority domestic and international program initiatives which are measurably impactful. The Committee shall utilize the Sorority's Five Point Programmatic Thrust as the framework for the Committee's strategic goals and objectives. The Committee shall also recommend for approval of the Board, oversee and assess the implementation

- of policies associated with program, planning and development. The committee shall report to the Board.
2. The Program, Planning and Development Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- L. Protocol and Traditions Committee
1. In fulfillment of the Board's fiduciary responsibilities, the Protocol and Traditions Committee shall designate and promulgate rules, customs, structure and standards that codify the behaviors and arrangements which ensure the perpetuation of reverence and decorum in all Sorority ceremonies. The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with protocol and traditions. The committee shall report to the Board.
 2. The Protocol and Traditions Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.
- M. Strategic Partnership Committee
1. In fulfillment of the Board's fiduciary responsibilities, the Strategic Partnership Committee shall oversee the engagement with the Sorority's charitable and corporate partners and sponsors by creating and maintaining relationships to continue the legacy of global service that empowers our communities. The Committee shall utilize the Sorority's Five Point Programmatic Thrust to advance the Sorority's comprehensive initiatives, advocacy, and programs on the local, state, and national level with the support of strategic public and private partnerships. The committee shall report to the Board.

2. The Strategic Partnership Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

N. Strategic Planning Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Strategic Planning Committee shall propose and oversee the preparation, review, and update of the Sorority's Five-Year Strategic Plan (the "Strategic Plan"). In concert with the National Executive Committee, the Committee shall submit the Strategic Plan for approval of the Board. The National Strategic Planning Committee shall monitor and annually assess and report on progress toward implementation of the Strategic Plan. The Committee shall recommend for approval of the Board, oversee and assess the implementation of policies associated with strategic planning. The committee shall report to the Board.
2. The Strategic Planning Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

O. Technology Committee

1. In fulfillment of the Board's fiduciary responsibilities, the Technology Committee shall provide expert advice to support the Sorority's objective to deploy best-in-class technology solutions in the efficient, effective and strategic implementation of Grand Chapter programs and initiatives. The Committee shall oversee the development of a five-year comprehensive technology plan (the "Plan"), collaborate with the National Finance Committee in development of a corresponding five-year capital budget and in concert with the National Executive Committee, recommend for approval by the Board. The National Technology Committee shall

- monitor and annually assess and report on progress toward implementation of the Plan. The Committee shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with technology. The committee shall report to the Board.
2. The Technology Committee shall consist of members appointed by the International President. The Chair shall be elected by the Board upon the recommendation of the International President.

Section 3. BOARD ELECTED COMMISSION CHAIR and APPOINTED COMMISSION MEMBERS

A. Arts and Letters Commission

1. In fulfillment of the Board's fiduciary responsibilities, the Arts and Letters Commission shall stimulate interest and educate chapters in the areas of arts and letters. The Commission shall recommend and oversee the development and coordination of arts and letters programs and projects. The Commission shall also recommend for approval of the Board, oversee and assess the implementation of policies associated with arts and letters. The commission shall report to the Board.
2. The Arts and Letters Commission shall consist of members appointed by the International President. The Co-Chairs shall be elected by the Board upon the recommendation of the International President.

B. Ritual and Ceremonies Commission

1. In fulfillment of the Board's fiduciary responsibilities, the Ritual and Ceremonies Commission shall review the Sorority's ceremonies and ritual activities and recommend revisions as appropriate for consideration by the Board. The Commission shall present such Board-approved revisions to the membership. The Commission shall stimulate interest and

educate local chapter members regarding Ritual and Ceremonies procedures. The Commission shall recommend for Board approval, oversee and assess the implementation of policies associated with ritual and ceremonies. The commission shall report to the Board.

2. The Ritual and Ceremonies Commission shall consist of Past National President(s), alumnae, and collegiate members appointed by the International President. The Co-Chairs shall be elected by the Board upon the recommendation of the International President.

C. Social Action Commission

1. In fulfillment of the Board's fiduciary responsibilities, the Social Action Commission shall promote, monitor, review, and recommend the Sorority's domestic and international agenda on public policy, legislation, resolutions, advocacy, and demonstrative representation. The Commission shall support the Sorority in the formulation, publication and communication of positions, strategies and activities to actualize the vision of the Founders of the Sorority, honor civic engagement and participate in social change in perpetuity. The Commission shall facilitate the resolutions process by receiving, reviewing and recommending to the Board and the Grand Chapter those resolutions which holistically represent Delta's public stance on domestic and international issues. The commission shall report to the Board.
2. The Commission shall recommend for the consideration of the Board policies associated with social action. The Social Action Commission shall consist of members appointed by the International President. The Co-Chairs shall be elected by the Board upon the recommendation of the International President.

Section 4. NATIONAL CONVENTION COMMITTEES

A. Credentials Committee

1. The Credentials Committee shall consist of members and a chair appointed by the International President.
2. It shall be the duty of the Credentials Committee to:
 - a) report to the Grand Chapter during the National Convention the number of voting, alternate and non-voting delegates and other categories of persons attending the National Convention; and
 - b) adjudicate, with the International President and the National Secretary, any discrepancies concerning the credentials of delegates.

B. National Convention Planning Committee

1. The National Convention Planning Committee shall consist of members and a coordinator appointed by the International President
2. It shall be the duty of the National Convention Planning Committee to recommend to the National Board of Directors the broad outlines and objectives, and general program considerations for the National Convention. The coordination of the National Convention is then the responsibility of the International President, the National Board of Directors, the National Finance Committee, and the National Headquarters staff.

Section 5. REGIONAL NOMINATING COMMITTEE

- A. The Regional Nominating Committee shall consist of four members and a chair elected in each region.
- B. It shall be the duty of the Regional Nominating Committee to:
 1. solicit and receive nominations from chapters and members of persons to serve in elected regional offices and on committees;

2. select, for consideration of the Regional Conference, candidates for election to regional elected offices and committees;
3. distribute to the chapters, by April 1 prior to the Regional Conference, the names of candidates to be presented to the Regional Conference;
4. report the names of candidates to the Regional Conference at a session prior to the final session; and
5. consult with the National Nominating Committee Chair.

Section 6. APPOINTMENT OF NATIONAL COMMITTEES AND NATIONAL COMMISSIONS

- A. The International President shall appoint all national committees and national commissions not otherwise provided by the *Constitution and Bylaws*, and such other national committees and national commissions as may be deemed necessary, from members who are financial with a chapter and the Grand Chapter or financial only with the Grand Chapter through the member-at-large status.
- B. The continuity of each appointed national committee and national commission shall be provided by retention of no more than one-fourth of the membership every six years.
- C. The board-elected national chair must have attended at least two of the last three National Conventions and two of the last three Regional Conferences, except where the board-elected chair is a collegiate member.

ARTICLE VIII – NATIONAL HEADQUARTERS AND NATIONAL HEADQUARTERS STAFF

Section 1. NATIONAL HEADQUARTERS

The Sorority shall operate a National Headquarters for the purpose of facilitating its day-to-day business activities; implementation of programs

and initiatives; and strategic and operational support to the National Board of Directors and the National Committees and Commissions.

Section 2. NATIONAL HEADQUARTERS STAFF

The day-to-day operations of the National Headquarters shall be under the direction of a National Headquarters Staff headed by an Executive Director.

- A. The Executive Director is accountable to the National Board of Directors, reports to the International President, and is subject to the general direction of the Executive Committee and provides leadership and manages the operation of headquarters staff to ensure appropriate support to all Sorority programs, services, and initiatives as authorized by the Board of Directors or Grand Chapter.

- B. The Executive Director is responsible for managing the headquarters staff and overseeing the administration of the Sorority's business operations, support to the Sorority's programs, initiatives and work of the Board and national committees / commissions and taskforces. It shall be her duty to:
 - 1. advance the mission of the Sorority;
 - 2. implement the National Board of Directors policy and strategic directions and support corporate governance;
 - 3. supervise and collaborate with headquarters staff;
 - 4. support implementation of the Strategic Plan;
 - 5. oversee, coordinate and facilitate the finance department's support of the development and execution of the annual operating and capital budgets;
 - 6. establish and maintain relationships with various organizations, at the direction of the International President, and utilize those relationships to strategically enhance the Sorority's Mission;
 - 7. support fundraising and development initiatives;

8. support the work of the Board and committee meetings;
9. implement employment, operational, strategic and administrative policies and procedures for all functions and the day-to-day operation of Headquarters;
10. execute Sorority documents and instruments consistent with Board granted authority; and
11. execute other duties as directed by the Executive Committee and assigned by the International President.

ARTICLE IX – ELECTIONS AND VOTING

Section 1. NATIONAL CONVENTIONS

The following shall be elected by a majority of the voting delegates seated and voting in National Convention.

- A. National Officers
 1. International President and Chair of the National Board of Directors
 2. National First Vice President
 3. National Second Vice President
 4. National Secretary
 5. National Treasurer

- B. National Committee Chairs
 1. Nominating Committee
 2. Finance Committee
 3. Audit and Corporate Compliance Committee

- C. Finance Committee
 1. During alternate National Conventions, a chair shall be elected and shall serve for four years.
 2. One alumnae member shall be elected in each region and shall serve four years.

3. One collegiate member shall be elected at each National Convention and shall serve for two years.
 4. The chair and members shall not be eligible for re-election to the same position on the committee.
- D. Scholarship and Standards Committee
1. One alumnae member shall be elected in each region and shall serve four years.
 2. One collegiate member shall be elected at each National Convention and shall serve for two years.
- E. Nominating Committee
1. The chair shall be elected at the National Convention preceding the National Convention at which she will serve and shall serve for two years.
 2. One alumnae member shall be elected in each region and shall serve for two years.
 3. One collegiate member shall be elected at each National Convention and shall serve for two years.
 4. The chair and members of the committee shall serve one term.
- F. Audit and Corporate Compliance Committee
1. During alternate National Conventions, the chair of the committee shall be elected and shall serve for four years.
 2. During the National Convention, alternating with the convention referenced in C. 1 above, two alumnae members shall be elected and serve for four years. The chair and members shall not be eligible for re-election to the same position on the committee.
 3. Two collegiate members shall be elected at each National Convention and shall serve for two years.

Section 2. REGIONAL CONFERENCES

The following shall be elected by a majority of the voting delegates seated and voting in Regional Conference.

A. Regional Officers

1. A Regional Director and a Regional Representative shall be elected in each region.
2. The Regional Officers shall assume duties immediately following their installation.
3. Notice of the election results shall be given to the National Secretary.

B. National Committee Members

1. One member of the National Nominating Committee shall be elected in each region and shall serve two years.
2. One member of the National Scholarship and Standards Committee shall be elected in each region to serve a term of four years and shall not be eligible for re-election to the same position on the committee.
3. One member of the National Finance Committee shall be elected in each region to serve a term of four years and shall not be eligible for re-election to the same position on the committee.

C. Regional Nominating Committee

1. A chair shall be elected in each region and shall serve two years.
2. Four members shall be elected in each region and shall serve two years. One of the committee members shall be a collegiate.
3. The chair and members of the Regional Nominating Committee shall serve one term.

D. Residency Requirement

All members elected by regional ballot shall reside in the region

by which they were elected during the tenure of their position. Cessation of such residence shall automatically create a vacancy in the position, except when the elected member is a collegiate who fulfilled the requirements upon election.

Section 3. CHAPTER ELECTIONS

A. Chapter Officers/Positions

In accordance with chapter policies and procedures, each chapter shall elect the officers/positions below, as well as other officers/positions deemed necessary:

Officers

President

Vice President

Secretary

Treasurer

Positions

Chair, Nominating Committee

Nominating Committee Members

Chair, Internal Audit Committee

B. A candidate for chapter office or position shall be financial with the chapter and Grand Chapter for the fiscal year in which the election takes place. If elected, the officer, chair or committee member shall maintain financial status during her term(s) of office.

C. Time of Elections

1. Each chapter shall hold election of officers in April or May annually or biennially; said officers assume office on July 1st. Collegiate officers assume office immediately upon installation and alumnae officers on July 1st.
2. The Regional Director may, upon request and where circumstances warrant, authorize the holding of an election at another time.

3. The chair and members of the Nominating Committee shall be elected annually or biennially and serve one term.
- D. Each chapter shall submit to National Headquarters the names, offices held and addresses of the officers elected by June 30 on an annual basis.

Section 4. METHODS OF VOTING

- A. Voting for officers, elected committee chairs and committee members at National Conventions and Regional Conferences shall be by ballot, machine or electronic voting.
- B. Voting for Chapter Officers
Voting for Chapter Officers, elected committee chairs, and committee members and acceptance to membership shall be by ballot, machine or electronic voting.

Section 5. VOTING

- A. Voting at National Convention and Regional Conference shall be on the basis of one vote for each chapter seated.
- B. When there are two or more candidates (and the office remains unfilled after the first ballot), the two candidates who receive the highest number of votes will remain eligible for election. All other candidates will be dropped and are ineligible for election. All subsequent votes cast for ineligible candidates shall be treated as an illegal vote.
- C. Write-in candidates are prohibited, and provisions for write-in candidates shall not be included on the ballot.
- D. Chapter Voting
 1. Only members of the chapter shall vote or hold office.
 2. Each chapter shall give prior written notice of at least ten (10) days for the election of officers, elected committee

- chairs and members; voting whether to proceed or not to proceed with the membership intake process, and voting on the acceptance of candidates for membership into the Sorority. Written notice to include email, USPS, or other appropriate forms of communication deemed acceptable by the Regional Director.
3. Voting on whether to proceed or not to proceed with the membership intake process shall be by a two-thirds (2/3) vote.
 4. The acceptance to membership and the election of chapter officers, elected committee chairs and members shall be by a majority vote of the chapter members present and voting.
 5. Write-in candidates are prohibited and provisions for write-in candidates shall not be included on the ballot.

Section 6. INSTALLATIONS

A. National Convention

National officers, committee chairs and committee members shall be installed by the designee of the incoming International President or by the National Parliamentarian at the last session of the National Convention.

B. Regional Conference

The Regional Director, Regional Representative, member of the National Nominating Committee, member of the National Scholarship and Standards Committee, and the chair and members of the Regional Nominating Committee shall be installed by the International President or her designee at the last session of the Regional Conference.

Section 7. TERM OF OFFICE

- A. Officers elected at a National Convention shall serve until the newly elected officers are installed at the next National Convention, unless the term of office is otherwise specified.
- B. Regional Directors, Regional Representatives, National Nominating Committee members, and the chairs and members of the Regional Nominating Committees elected at a Regional Conference shall serve until the newly elected officers are installed at the next Regional Conference.
- C. Members of the National Scholarship and Standards Committee elected at Regional Conference shall serve a term of four years.
- D. The chair of the National Finance Committee elected at a National Convention shall serve a term of four years.
- E. The chairs and members of the National, Regional and Chapter Nominating Committees shall serve one term.

Section 8. LIMITATION OF OFFICE

A member shall hold only one position, either elected or appointed on any level -- Regional or National -- at the same time, except in cases where one's position has additional duties or in extenuating circumstances. For example, on the National level, the National First Vice President also serves as the chair of the National Scholarship and Standards Committee. Where feasible, chapters may follow the same procedure.

Section 9. LIMITATION OF TENURE

- A. Elected national, regional and chapter officers shall not serve more than two consecutive terms in the same office.

- B. The chairs and members of the National, Regional and Chapter Nominating committees shall not be a candidate for any elective office on the respective level while serving on either of the Nominating Committees.
- C. The chair and members of the National Finance Committee shall be ineligible for re-election to the same position on the committee.
- D. The chairs and members of the National and Regional Nominating Committees must resign prior to the call for nominations to be eligible to run for an office or position on either the National or Regional level.
- E. The chair and members of the Chapter Nominating Committee must resign prior to the call for nominations to be eligible to run for a chapter office or position, including running from the floor.
- F. Members of the National Scholarship and Standards Committee shall be ineligible for re-election to the same position on the Committee.

Section 10. ELIGIBILITY REQUIREMENTS

- A. To be eligible for National or Regional Office, elected National or Regional Committee chairs or members, a member must:
 - 1. be financial with a chapter and the Grand Chapter for the period beginning with the first day of the National Convention preceding the one at which the national election will occur and continuing through her term of office;
 - 2. be financial with a chapter and Grand Chapter for the period beginning with the first day of the Regional Conference preceding the one at which the regional election will occur and continuing through the term of office;
 - 3. be present at the National Convention or Regional Conference at which she is to be elected;

4. have attended at least two of the last three National Conventions and two of the last three Regional Conferences held previous to her nomination, except that this provision does not apply to candidates for the positions reserved for collegiate members by these *Bylaws*;
 5. be available to travel to regional and national meetings and perform duties of the office;
 6. not have been sanctioned resulting in probation or suspension and rehabilitation within two years prior to her nomination for a national or regional office.
- B. National Second Vice President, Regional Representatives, and other collegiate positions on all levels:
1. Only collegiate members are eligible for the office of National Second Vice President and other positions so reserved by these *Bylaws*.
 2. A candidate for any of these positions shall:
 - a) have been continuously financial from the date of her initiation; and
 - b) have at least one full academic year left in school at the time of election.
- C. Local chapter's eligibility requirements cannot exceed those eligibility requirements of Grand Chapter.

Section 11. SUCCESSION

When a vacancy occurs in the office of International President, the National First Vice President shall become International President to complete the unexpired term.

Section 12. VACANCIES

- A. When vacancies occur in other national or regional offices, a replacement shall be recommended by the International President

as soon as practicable, but no more than 45 days after such vacancy occurs, for election by the National Board of Directors.

- B. When vacancies occur at the regional level, the Regional Director shall fill the vacancy as soon as practicable, but no more than 45 days after such vacancy occurs, with the approval of the International President.
- C. When a vacancy occurs in the Immediate Past President position, its consultative and voting role on the National Board of Directors will be designated for a Past National President, and will be recommended by the International President within 45 days after such vacancy occurs.

Section 13. IMPEACHMENT

- A. An officer may be impeached by the International President upon approval of the Board of Directors.
- B. Any officer who has been impeached shall be ineligible for election to any national, regional or chapter office.
- C. The impeachment process shall be carried out in accordance with the Impeachment Procedures as outlined in the *Chapter Management Handbook*.

ARTICLE X – DUES AND FEES

Section 1. ANNUAL DUES AND FEES

- A. The annual chapter and Grand Chapter dues and fees for all members shall be due September 30 and payable July 1 – September 30 of each year.
 - 1. All collegiate and alumnae members shall pay chapter and national dues annually.

2. All categories of life paid-in-full members shall pay chapter dues annually.
- B. A member who fails to pay Grand Chapter and chapter dues for the ensuing fiscal year by September 30 shall pay a late fee. The late fee shall be payable from October 1 to December 31.
- C. A soror who is not financial for the current year shall pay a reinstatement fee to National Headquarters.
- D. Chapters shall not require sorors to pay a chapter reinstatement fee nor a chapter late fee.
- E. All dues and fees shall be paid through the chapter except member-at-large dues.
- F. Chapters shall not assess members any fees or fines other than chapter dues.

Section 2. MEMBER-AT-LARGE DUES AND FEES

- A. All dues and fees of a member at large shall be paid directly to National Headquarters.
- B. A member at large shall have all privileges of Grand Chapter membership except those of voting and holding elective office.

Section 3. APPLICATION, GRAND CHAPTER AND CHAPTER INITIATION FEES

Each applicant shall pay a non-refundable application fee for submission of an application for membership into the Sorority to defray chapter expenses.

Each candidate for membership in the Sorority shall pay Grand Chapter and chapter initiation fees.

Section 4. CORPORATE FEES

A. Grand Chapter Corporate Fees

Each chapter shall remit a Grand Chapter corporate fee to National Headquarters to support national services to chapters.

B. Regional Corporate Fees

Each chapter shall remit a regional corporate fee to National Headquarters to support regional operations.

Section 5. ANNUAL FINANCIAL REPORT AND FEDERAL INCOME TAX GROUP RETURN AUTHORIZATION

- A. Each chapter shall submit an Annual Financial Report and Federal Income Tax Group Return Authorization form by February 28.

Section 6. LIABILITY INSURANCE

- A. Each chapter shall be covered by general liability insurance, which is solely available through Grand Chapter.

Section 7. BONDING

- A. Each chapter shall be covered by general bonding insurance, which shall be provided through Grand Chapter.

Section 8. REMITTANCES TO NATIONAL HEADQUARTERS

Remittances to National Headquarters shall be in accordance with Grand Chapter fiscal policy and procedures.

- A. Form - All funds remitted to National Headquarters shall follow the procedures outline in the Fiscal Officers Manual.

- B. Time - All funds shall be remitted to National Headquarters within 30 days of receipt.

Section 9. DUES AND FEES SCHEDULE

Any recommended increase in dues and fees shall be submitted for approval by the convened voting delegates of Grand Chapter. Members of the Sorority shall remit dues and fees according to the established schedule.

- A. Annual Grand Chapter Dues and Fees
 - 1. Chapter Members
 - a) Collegiate or Alumnae Member Dues - \$190.00
 - b) Paid-in-Full Life Members shall not pay annual Grand Chapter dues.
 - 2. Member at large
 - a) Alumnae Member-at-Large Dues - \$390.00 (\$190.00 national dues; \$200.00 member-at-large fee)
 - b) Collegiate Member-at-Large Dues - \$240.00 (\$190.00 national dues; \$50.00 member-at-large fee)
 - c) Paid-in-Full Life Members-at-Large Fee - \$200.00
 - d) If an Alumnae member changes status from regular member to member-at-large, there will be a \$25.00 processing fee.
 - e) If an Alumnae member changes status from member-at-large to regular member, there will be a \$25.00 processing fee.
- B. Annual Chapter Dues
 - 1. Each chapter shall determine its dues.
 - 2. Chapter dues are due and payable at the same time as Grand Chapter dues.
- C. Grand Chapter Dues Late Fee

A \$10.00 Grand Chapter dues late fee shall be assessed to any

member paying dues from October 1 to December 31.

D. Grand Chapter Reinstatement Fee

1. Grand Chapter Reinstatement Fee - \$15.00
2. If a soror has not paid all dues and fees for two or more years, she shall pay a reinstatement fee of \$30.00.
3. Chapters shall not impose a reinstatement fee.

E. Initiation Fees

1. Grand Chapter Initiation Fees
 - a) Collegiate Member - \$750.00
 - b) Alumnae Member - \$975.00

The fees listed above include National dues for the current and next fiscal year, the Capital Fund, DREF Support Fund and the National Initiation fee.

2. Chapter Initiation Fee
 - a) Chapter initiation fee not to exceed \$400
 - b) Initiation fee does not include chapter dues.

F. Corporate Fees

1. National Corporate Fee
 - a) Collegiate Chapter - \$25.00
 - b) Alumnae Chapter - \$50.00
2. Regional Corporate Fee
 - a) Collegiate Chapter - \$25.00
 - b) Alumnae Chapter - \$50.00

G. Insurance

1. Annual Chapter Liability Insurance
Each chapter shall pay the Chapter Liability Insurance at the current market rate for each member.
2. Annual Chapter Bonding Insurance
Each chapter shall pay the Chapter Bonding Insurance at the current market rate

H. Per Capita Fee

Each member shall pay an annual per capita fee of \$10.00 payable when dues are paid.

Section 10. FISCAL YEAR

The fiscal year of the Sorority shall begin January 1 and end December 31.

Section 11. ACCOUNTING FOR FUNDS

A. Accounting for Grand Chapter Funds

Persons authorized to expend the funds of the Grand Chapter shall account for such upon request and at the end of each fiscal year according to procedures established by the Grand Chapter.

B. Accounting for Chapter Funds

Persons authorized to expend the funds of a chapter shall account for such upon request and at the end of the fiscal year according to procedures established by the chapter and the Grand Chapter.

Section 12. BONDING OF OFFICERS

A. Bonding of National Officers

The International President, the National Treasurer, the Executive Director, Chief Financial Officer and any officers or employees who have fiduciary responsibilities for Grand Chapter funds shall be covered by general bonding insurance.

B. Bonding of Chapter Officers

The chapter president, the chapter treasurer, the chapter financial secretary and any officers who have fiduciary responsibilities for chapter funds shall be covered by general bonding insurance.

Section 13. EXPENSES PAID

A. Expenses Paid by Grand Chapter

Approved transportation and expenses of a national or regional officer shall be paid by the Grand Chapter according to procedures established by the National Board of Directors.

B. Expenses Paid by Chapter

When a national or regional officer is invited to visit a chapter, the chapter is responsible for transportation, housing and related costs and courtesies.

Section 14. EXEMPTION FROM PAYMENT OF GRAND CHAPTER DUES AND FEES

The Past National Presidents, Grand National Officers Emeritae and Honorary Members shall be exempt from the payment of Grand Chapter dues and fees and enjoy the privileges of life membership.

ARTICLE XI – FINANCIAL AID

Section 1. SCHOLARSHIPS, GRANTS AND AWARDS

- A. The Grand Chapter shall grant financial aid each year to individuals pursuing higher education as follows:
1. awards for members pursuing baccalaureate degrees or its equivalent, or advanced degrees; and
 2. special grants and awards as recommended by the National Scholarship and Standards Committee.

Section 2. SPECIAL SCHOLARSHIPS

The Sorority has established the following special scholarships, which are awarded only to members of the organization on the basis of meritorious achievement:

Communications - Julia Bumry Jones Scholarship in Memory of Soror Jones;

Social Group Work - Juliette Derricotte Scholarship in Memory of Soror Derricotte;

Law - Sadie T. M. Alexander Scholarship in Memory of Soror Alexander;

Arts - Performing or Creative - Myra Davis Hemmings Scholarship in Memory of Founder Hemmings;

Education - Bertha Pitts Campbell Scholarship in Memory of Founder Campbell; and

Ministry/Religion - Vashti Turley Murphy Scholarship in Memory of Founder Murphy.

ARTICLE XII – VIRTUAL MEETINGS AND ELECTRONIC COMMUNICATIONS

The Grand Chapter voting delegates, National Board of Directors, the National Executive Committee, National Committees, National Commissions and Ad Hoc committees and all regional meetings, chapter meetings and chapter committees and subcommittees shall be authorized to conduct virtual meetings provided all members can simultaneously hear others and participate during the meeting.

All communication may be sent electronically in accordance with Delta's Technology Guidelines.

ARTICLE XIII – DISCIPLINE

Section 1. CODE OF CONDUCT

The Sorority, a national, cultural, educational and service organization, requires that its members exemplify the highest qualities of finer womanhood and that their actions reflect the ideals and principles of the Sorority. The types of conduct by members, sorors, applicants, candidates, pyramids, and chapters that are unacceptable, and the related disciplinary action(s) are set forth in the Code of Conduct, established by the National Scholarship and Standards Committee and approved by the National Board of Directors.

Section 2. INDIVIDUAL CODE OF CONDUCT

- A. A soror may be placed on probation, suspended, expelled from the Sorority, fined or required to repay expenses incurred, as appropriate for:
 - 1. violation of the *Constitution and Bylaws*, the Code of Conduct, and any other policies and procedures of the Sorority; or
 - 2. infractions of the rules and regulations of the college or university hosting the chapter.
- B. Any soror/member who participates in underground, unauthorized, or illegal membership intake activities shall be subject to sanctions as stated in the Code of Conduct.
- C. The Regional Director, with the approval of the International President, may discipline an individual as stated in the Code of Conduct.
- D. The International President or the National Scholarship and Standards Committee may discipline an individual as stated in the Code of Conduct.

- E. The International President has the authority to suspend an individual upon the recommendation of the Regional Director or National Scholarship and Standards Committee.
- F. Membership in the Sorority may be suspended by the National Scholarship and Standards Committee or Regional Director for an extended period when the circumstances warrant such actions.
- G. The International President has the authority to expel an individual upon the recommendation of the Regional Director or National Scholarship and Standards Committee.
- H. A soror/member on probation or under suspension shall not participate in any activity of the Sorority, unless otherwise prescribed by the Regional Director, National Scholarship and Standards Committee or the International President.
- I. A soror/member against whom a fine or other financial obligation has been imposed shall not participate in any Sorority activity until she has satisfied fully the financial obligation.
- J. If a soror/member has not satisfied her fine or financial obligation and rehabilitation plan within a five-year period from the date of expiration of the sanction, she shall be expelled by the International President.
- K. A soror who renounces Delta Sigma Theta Sorority, Incorporated and fails to inform and comply with the Sorority's renouncement process shall be summarily expelled from membership for violation of the Code of Conduct, and shall be subject to civil legal action by the Sorority for violation of the Sorority's intellectual property.

Section 3. CHAPTER CODE OF CONDUCT

- A. A chapter may be placed on probation by the Regional Director, the National Scholarship and Standards Committee or the International President as stated in the Code of Conduct. Probation may be for one or more of the following reasons:
 - 1. failure to submit a copy of the chapter Rules of Order Form and Policies and Procedures to the National Scholarship and Standards Committee for approval;
 - 2. failure to submit the proper forms and/or reports to National Headquarters;
 - 3. beginning the Membership Intake Program without authorization from National Headquarters;
 - 4. failure to observe the rules and regulations of the Grand Chapter;
 - 5. failure to give the Regional Director evidence of a chapter program consistent with the national program of the Sorority;
 - 6. failure to pay dues and fees as required by the Grand Chapter; and
 - 7. failure to adhere to the approved national Membership Intake Program.

- B. A chapter which is on probation shall not participate in any activity of the Sorority, except those specified, monitored activities as approved by the Regional Director.

- C. The International President has the authority to suspend a chapter upon the recommendation of the Regional Director or National Scholarship and Standards Committee, as stated in the Code of Conduct for:
 - 1. unexcused absence from two consecutive National Conventions;
 - 2. unexcused absence from two consecutive Regional Conferences;
 - 3. failure to comply with the rulings of the Regional Director, the National Scholarship and Standards Committee, the International President or the Grand Chapter;

4. holding a membership intake not in conformity with the rules and regulations of the Grand Chapter; or
 5. holding any activity during membership intake which involves hazing.
- D. A chapter that fails to remedy the condition leading to suspension may be required to appear before the National Board of Directors for a hearing, at the expense of the suspended chapter.
- E. As a condition of reinstatement, a suspended chapter shall be subject to sanctions as detailed in the Code of Conduct, and must undergo a program of rehabilitation over a period of time as prescribed by the National Scholarship and Standards Committee.

During the period of suspension, neither the chapter nor any of its members shall participate in any activity of the Sorority, except those rehabilitative activities outlined by the National Scholarship and Standards Committee.

- F. The National Scholarship and Standards Committee or Regional Director may recommend to Grand Chapter, the recall of the charter of a chapter for:
1. proceeding contrary to the *Constitution and Bylaws*;
 2. persistent negligence in payment of dues;
 3. failure to meet program goals; or
 4. any other reason which makes such a recommendation necessary.
- G. Names of chapters shall be recalled or retired by the National Board of Directors, upon the recommendation of the National Scholarship and Standards Committee, for one of the following reasons:
- a. A chapter (alumnae or collegiate) has been inactive for five or more years and shows no indication of revival within a reasonable period;
 - b. College/university mergers have caused the dissolution of a campus-based chapter; or

- c. The college/university (where a campus-based chapter was chartered) ceases to exist.
- H. A chapter may be disciplined and fined by the National Scholarship and Standards Committee or the International President for failure to submit the Annual Financial Report and Federal Income Tax Group Return Authorization form.
- I. The International President has the authority to revoke a chapter's charter if the chapter's fine or financial obligations have not been satisfied within a ten-year period, from the inception of the sanction.

Section 4. HAZING

- A. The Sorority has a zero tolerance hazing policy. This policy prohibits all acts and forms of hazing or harassment, both physical and mental, before, during or after the Membership Intake Process.
- B. The Sorority does not consent to, condone, acquiesce in or tolerate any act of hazing, harassment or humiliation in the Membership Intake Program. The Sorority has approved no practices that are inconsistent with its zero tolerance hazing policy, which is embodied in numerous Sorority documents that are disseminated to members, including the *Constitution and Bylaws*; the Code of Conduct; the Administrative Procedures Manual for Membership Intake; and the "no hazing" contract members are required to sign. The Sorority disclaims responsibility or liability for any injury, damages, or claims, that are related to or results from the conduct of any individual(s), groups, or associations purporting to perform any unapproved acts in the name of the Sorority.

- C. No woman, otherwise qualified for membership, will be denied membership into the Sorority solely by reason of being related to a member of the Sorority.
- D. Penalties
 - 1. Any chapter violating any of the above-delineated paragraphs will be penalized by:
 - a) denial of membership intake by the Regional Director with approval of the International President and the National Board of Directors, or by the International President with approval of the National Board of Directors; or
 - b) suspension by the Regional Director with approval of the International President and the National Board of Directors, or by the International President with approval of the National Board of Directors.
 - 2. Any individual violating any of the above-delineated paragraphs will be penalized by:
 - a) suspension by the Regional Director with approval of the International President; or
 - b) summary expulsion by the International President with the approval of the National Board of Directors.
 - 3. Suspensions and expulsions shall be reported to the National Board of Directors and the Grand Chapter.
 - 4. Each violation is subject to fines, as detailed in the Code of Conduct, in addition to suspension with concurrence of the International President and the Regional Director.

Section 5. APPEALS

- A. Upon suspension, probation, imposition of fine or any other sanction, individuals or chapters shall be given written notice of charges, the Sorority's action and the reason therefore. Within 30 days of receipt of the notice, the individual or chapter may appeal at her or its own expense to the following, in accordance with the appeals procedures:

1. the National Scholarship and Standards Committee;
 2. the National Board of Directors; or
 3. the Executive Session of the National Convention.
- B. The appeals procedure is set forth in the *Chapter Management Handbook* (as approved by the Grand Chapter or the National Board of Directors).

Section 6. EMPLOYEE, DIRECTOR, OFFICER AND VENDOR CODE OF CONDUCT AND CONFLICT OF INTEREST

The National Board of Directors shall adopt and revise, as appropriate, a Code of Ethics and Conduct applicable to all directors, officers, employees, and vendors. The Executive Director and General Counsel-Compliance Officer in consultation with the International President, shall be authorized to issue such interpretations and directives under the Code relative to employees and vendors.

Any duality of interest, conflict of interest, or potential conflict of interest on the part of any Member of the Board or Soror shall be disclosed and made a matter of record at such time and in such manner as may be prescribed in the Code of Ethics and Conduct and in any subsequent action of the Board. Any Director having such a duality of interest, conflict of interest, or potential conflict of interest on any matter shall not vote or use his or her personal influence on the matter, and such Director shall not be included in determining a quorum for any meeting of the Board, or a Committee, thereof, at which an action related to such matter is proposed to be taken. The minutes of any such meeting shall reflect the disclosure by such director, her abstention from voting and the presence or absence of a quorum without including such director.

Each Director, Officer, and Senior Headquarters staff shall complete a personal disclosure statement on at least an annual basis. Disclosure statements shall take such form and contain such information as may be required under the Code of Ethics and Conduct and shall be filed with the

General Counsel-Chief Compliance Officer. The General Counsel-Chief Compliance Officer shall submit a compliance report to the Audit and Compliance Committee or Executive Committee.

ARTICLE XIV – BINDING ARBITRATION

- A. Any dispute, conflict, claim and/or cause of action of any kind whatsoever (collectively “dispute”), including but not limited to, contract claims; personal injury claims; bodily injury claims; injury to character claims; property damage claims; and physical mental, or emotional claims, arising out of, or relating to, any Sorority activity or any transaction the Sorority has with any member, soror, or any chapter, shall be subject to and resolved by binding and compulsory arbitration, which shall be conducted by a panel of arbitrators under the terms of the Federal Arbitration Act, 9 U.S.C. § 1, et seq., and the then-existing Commercial Arbitration Rules of the American Arbitration Association. Arbitration shall be conducted in the District of Columbia. The decision of the trial arbitrator(s) may be appealed to an appellate arbitration panel within thirty-five (35) days of the date of the arbitration decision. If the decision is not appealed within the stated time, it shall become final and binding upon all parties. The appellate arbitration panel may review an arbitration decision for legal sufficiency only, and may reverse the trial arbitration decision only if legal efforts are present. The decision of the appellate arbitration panel shall be binding on all parties. Judgment upon an award rendered by the arbitrator(s) may be entered in any court having jurisdiction.

- B. The procedure for submitting a matter or arbitration is set forth in the *Chapter Management Handbook* (as approved by the National Board of Directors).

- C. Any member, soror, or chapter who refuses to be subject to or bound by this Article shall be summarily expelled from the Sorority.

ARTICLE XV – INDEMNIFICATION

General Authority – Unless otherwise prohibited by law, the Sorority shall have the power to indemnify any Member of the Board, Officer, or employee of the Sorority who, when acting within the scope of his or her duties, was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit, or proceeding by or in the right of the Sorority) by reason of the fact that such person is or was a director, an Officer, or employee of the Sorority, or is or was serving at the request of the Sorority as a director, Officer, or agent of another corporation, partnership, joint venture, trust, or other enterprise, from and against any and all expenses (including attorneys' fees), judgements, fines and amounts paid in settlement and actually and reasonably incurred by such person in connection with any such action, suit, or proceeding if such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Sorority and, with respect to any criminal action or proceeding, had no reasonable cause to believe such person's conduct was unlawful, except.

However, the Sorority shall not indemnify any such person in relation to matters as to which such person shall be adjudged in a final, non-appealable order of a court of competent jurisdiction to be liable for gross negligence or willful misconduct. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction, or upon plea of nolo contendere or its equivalent, shall not of itself, create a presumption that the person did not act in good faith and in a manner that such person reasonably believed to be in or not opposed to the best interests of the Sorority, or acted with gross negligence or willful conduct and, with respect to any criminal action or proceeding, had reason to believe that such person's conduct was unlawful.

ARTICLE XVI – PUBLICATIONS

The Grand Chapter of Delta Sigma Theta Sorority, Incorporated is authorized to publish the following:

The *DELTA*, the official publication of the Sorority;

The *Ritual*, the official ceremonies and observances of the Sorority;
and

Such other publications as may from time to time be necessary on the history, traditions and regulations of the Sorority.

ARTICLE XVII – QUORUM

A majority shall constitute a quorum for the National Executive Committee.

A majority shall constitute a quorum for the National Board of Directors.

Sixty percent (60%) of the chapters in good standing represented at National Conventions or Regional Conferences shall constitute a quorum.

Local Chapters shall have no less than a 25% minimum quorum requirement.

ARTICLE XVIII – AUTHORIZATION

Section 1: Restriction of Authority to Act for the Sorority

No Officer, agent, representative, employee, member or Soror of the Sorority shall or may accept funds designated for the Sorority; or expend any of its money; incur any liability or indebtedness; give or offer any indemnification; or enter into any agreement or contract on behalf of the Sorority; use the seal, indicia, or trademark of the Sorority, directly or

indirectly, obligate the Sorority, or so utilize its property rights unless duly authorized in a manner consistent with and pursuant to a grant of authority or responsibility under these Bylaws, or pursuant to an action of the Board.

ARTICLE XIX – PARLIAMENTARY AUTHORITY

All matters not covered by the *Constitution and Bylaws* and other governing documents of the Sorority will be governed by the current edition of *Robert's Rules of Order, Newly Revised*.

ARTICLE XX – AMENDMENTS

These *Bylaws* may be amended by a two-thirds (2/3) vote of the voting delegates assembled in the National Convention, provided at least 60% of the chapters in good standing are represented.

Proposed amendments shall be published to the Grand Chapter by January 31 before the convening of the National Convention.

Upon the declaration of extenuating circumstances and to protect the best interests of the Sorority, as determined by the National Board of Directors; upon the recommendation of the International President the *Constitution* may also be amended by a two-thirds (2/3) vote of a virtual assembly of the voting delegates of Grand Chapter provided that at least 60 % of all chapters in good standing are represented.

In the instance of a declaration of extenuating circumstances by the National Board upon the recommendation of the International President, proposed amendments shall be published to the Grand Chapter at least 60 days before the commencing of the virtual assembly.

Permission is herein granted to correct amendments for article and section designations, punctuation, grammar, cross-references and to make other technical and conforming changes as may be necessary.

ARTICLE XXI – BYLAWS

These *Bylaws* shall be deemed to supersede and replace all existing policies, procedures, *Bylaws*, governance documents, regulations, or actions taken ratified.

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