



DELTA PHI EPSILON

FOREIGN AFFAIRS COUNCIL

CONSTITUTION OF THE DELTA PHI EPSILON FOREIGN AFFAIRS COUNCIL

ARTICLE I: NAME

§1.1 This organization shall be known as the Delta Phi Epsilon Foreign Affairs Council.

ARTICLE II: MISSION AND PURPOSES

§2.1 Mission: to support the practice and study of foreign affairs and international business by current and future generations of diplomats, officers, scholars, and professionals.

§2.2 The purposes of this organization shall be:

1. To support the practice of international affairs in the diplomatic corps and other professions;
2. To promote fellowship among members of these professions;
3. To study issues in international affairs and advance its ethical practice in the interests of democratic governance, rule of law, and peaceful diplomatic and commercial relations among nations;
4. To maintain and operate scholarship and grant programs to promote the study and practice of international affairs;

5. To contribute to effective foreign policy through a Journal of Foreign Affairs and other publications as deemed appropriate; and
6. To otherwise apply the knowledge and experience of its members to the public good.

§ 2.3 This Council is a nonprofit corporation and is not organized for the private gain of any person. Such purposes for which this corporation is formed are exclusively charitable, literary, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE III: DEFINITIONS

§3.1 For the purposes of this Constitution, the Bylaws, and any rules of the Board of Governors, the term:

1. “Adjournment” with respect to an annual or special meeting means adjournment *sine die* of the Board of Governors.
2. “Delta Phi Epsilon” shall refer to the Delta Phi Epsilon Professional Foreign Service Fraternity, Sorority, and International Council of Business and Foreign Affairs.
3. “Board of Governors” refers to the Council’s board of directors.
4. “Ordinary privileges of membership” shall refer to subscriptions to the Journal of Foreign Affairs and other publications, access to private functions of the Council, discounts on Council meetings, voting at meetings of the Council, eligibility to hold office in the Council, and such other privileges as may be established in the Bylaws.
5. The fiscal year shall be established in the Bylaws.

ARTICLE IV: MEMBERSHIP

§4.1 New members may be elected by the Board of Governors acting under such rules and regulations as it may prescribe.

§4.2 *Annual Members.* Any person of good moral character who is an alumnus, alumna, or honorary member of a chapter of Delta Phi Epsilon and in good standing with that chapter is eligible to be a member of the Council. The Bylaws may specify subcategories of annual members. Annual members shall pay dues as prescribed by the Bylaws and shall be entitled to all the ordinary privileges of membership.

§4.3 *Student Members.* Any undergraduate or graduate student member of a Chapter of Delta Phi Epsilon is eligible to become a Student Member under such conditions and with such rights, privileges, and limitations as the Bylaws may provide.

§4.4 *Members Emeriti.* The Board of Governors may declare persons Members Emeriti after 40 years have elapsed since initial enrollment as a member of the Council. Members Emeriti shall be entitled to ordinary privileges of membership in the Council without payment of dues.

§4.5 *Honorary Members.* Upon nomination, the Board of Governors may elect persons to Honorary membership for life in the Council for distinguished service to the purposes for which this Council was founded. Only one Honorary Member may be elected per year. Honorary Members shall be entitled to all ordinary privileges of membership except holding office, and shall not pay dues.

§4.6 *Additional Classes of Membership.* Nothing in this Article prevents the establishment by bylaw of additional classes of members or nonmember associates with whom affiliation is considered to be in the interests of the Council.

§4.7 *Termination of Membership.*

A Member may resign from the Council at any time, effective upon receipt of the member's resignation.

A Member who for reasons of misconduct ceases to be a licensed member of their profession or is suspended from that profession for a period longer than six months, or is convicted of a felony in a court of any jurisdiction in the United States, or is dishonorably discharged or dismissed from a branch of the armed services, may be deemed not to be of good moral character by the Board of Governors and may have his or her membership terminated.

A person who ceases to be a member in good standing of his or her chapter of Delta Phi Epsilon shall also cease to be a member of the Council.

The Board of Governors may, at its discretion, suspend or revoke membership upon failure to pay annual dues. The Board of Governors may set procedures for suspension, revocation, and reinstatement of membership in the Bylaws.

ARTICLE V: BOARD OF GOVERNORS

§5.1 *Powers and Duties.* There shall be a Board of Governors that has charge over the general interests of the Council. The Board of Governors possesses all governing powers except as otherwise specifically provided in this Constitution. The Board shall adopt bylaws consistent with

this Constitution, appropriate money, and have power to arrange for the issue of publications. The fiscal year shall be established by bylaw. The Board shall appoint committees in those cases in which it has reserved power to itself.

§5.2 *Composition.* The Board of Governors shall be composed of the Board's executive officers: the President, Vice President, Treasurer, and Secretary of the Board, as well as delegates of the Member Sections as they become active and the chair of the Board's Audit Committee. The Journal of Foreign Affairs Editor in Chief, the Symposium Chair, and all Presidents Emeriti shall be nonvoting *ex-officio* members of the Board of Governors.

§5.3 *Quorum.* One-third of the Board's voting members, including at least two executive officers, shall constitute quorum.

§5.4 *Voting.* Except as otherwise provided in this Constitution, decisions of the Board of Governors shall be taken by simple majority vote. In the event of a tie, the President or temporary chair of the Board shall cast the deciding vote. The Board of Governors may set procedures for absentee voting.

§5.5 *Meetings.* The Board shall meet at least once per year at the Annual Meeting of the Council. Additional meetings may be called by the President or a person performing the President's duties, and shall be called upon written request by five or more members of the Board. Members of the Board shall first request the President or the person performing the President's duties call such a meeting. Members of the Council shall have at least 21 days' notice of any meeting.

§5.6 *Standing administrative committees.* The Board of Governors shall maintain standing committees for core administrative functions, and may constitute additional standing committees in addition to the following:

1. Audit Committee. There shall be a standing committee to oversee the annual audit of the Council's finances and ensure the Council's financial functions are carried out with the utmost care and due diligence for the benefit of the Council as a whole. The President, Vice President, Treasurer, and Secretary may not serve on the Audit Committee.
2. Membership Committee. There shall be a standing committee to oversee admission of new members, communicate with persons potentially interested in the activities and purposes of the Council, and recommend new classes of membership or Member Sections.
3. Honors Committee. There shall be a standing committee to recommend candidates for Honorary Membership or receipt of such awards as the Board may create.

4. Scholarship Committee. There shall be a standing committee to oversee management of the Council's scholarship and grant endowments, and to manage disbursement of awards from these endowments.

Nothing in this Article shall prevent Members not on the Board of Governors from serving on an administrative committee. The Council may adopt bylaws on such service.

§5.7 *Representation of the Council.* The President or the President's designate shall express any policies of the Council as determined by the Board of Governors. No other member or employee of the Council may represent the Council before a legislative body, court, or governmental agency without specific authorization from the Council.

Any Member who permits himself or herself to be identified as having an official connection with the Council or one of its Sections or Committees shall identify any policy statements as his or her personal views. If the Board of Governors has adopted a policy position on a given subject matter, the Member shall fairly state the Council's policy to the best of his or her knowledge and note any variance with his or her personal opinion.

The Council shall not, under any circumstances, endorse a particular candidate for any federal, state, or local office, nor shall the Council participate in any political campaign thereof.

§5.8 *Transition Provisions.* Upon incorporation of the Council, an interim Board of Governors composed of an interim President, Vice President, Treasurer, Secretary, Audit Committee Chair, Symposium Chair, and Editor in Chief shall serve for one year. At the first annual meeting, these interim officers may be elected to two-year terms. The interim Audit Committee Chair, Symposium Chair, and Editor in Chief may be confirmed by the new Board of Governors for the remainder of their respective terms. The first Section Delegates shall be elected at the second Annual Meeting of the Council.

ARTICLE VI: OFFICERS

§6.1 *President.* The President is chief executive officer of the Council and chair of the Board of Governors. The President shall preside at all meetings of the Council; set the agenda of Board of Governors meetings; appoint committees, except as determined by the Board of Governors; and shall perform such other duties as assigned by the Board of Governors. The President may serve two consecutive two-year terms.

§6.2 *Vice President.* The Vice President is chief operating officer of the Council. The Vice President shall have responsibility for general executive direction of the Council and perform such other duties as assigned by the Board of Governors. In the absence of the President the duties of

that office shall devolve to the Vice President. The Vice President may serve two consecutive two-year terms.

§6.3 *Treasurer.* The Treasurer is the chief financial officer of the Council. The Treasurer shall have custody of the Council's funds and disburse and invest them subject to the rules and direction of the Board of Governors. The Treasurer may serve two consecutive two-year terms.

§6.4 *Secretary.* The Secretary shall keep records and conduct the general correspondence of the Council, and shall perform such other duties as assigned by the Board of Governors. The Secretary shall be Secretary of the Council. The Secretary may serve two consecutive two-year terms.

§6.5 *Section Delegates.* Each Member section shall elect two Delegates to the Board of Governors. These Delegates shall be full voting members of the Board of Governors. Delegates from all but the Student Section shall be elected to two-year terms. Delegates elected during the second year of the Council's organization shall be elected to one-year terms. Section Delegates may serve up to two consecutive terms. No person shall run for delegate in more than one section.

Student Members may only serve as Student Section Delegates. These Delegates shall serve for a single one-year term.

The Board of Governors shall appoint Delegates in the event of resignation, death, failure to elect, or other similar issues. Appointed delegates shall serve until the next annual election.

ARTICLE VII: ELECTIONS

§7.1 *Nominations.* Officers may be nominated by a petition of at least ten Members. Nominating petitions must be filed no later than 30 days before the Annual Meeting.

§7.2 *Voting.* Voting shall take place at the Council's Annual Meeting. Section Delegates and executive officers shall be elected on alternating years. Votes shall be apportioned on the basis of one-person-one-vote of those members present at the Annual Meeting or voting absentee. Candidates for President, Vice President, Treasurer, and Secretary shall be elected by simple majority vote of non-student members. If no candidate for one of these offices receives a majority vote on the first ballot, there shall be a runoff between the top two candidates. Candidates for Section Delegate shall be elected by a plurality vote of the respective Section. Student Members shall only vote in elections for Students Section Delegates.

ARTICLE VIII: SECTIONS, COMMITTEES, AND WORKING GROUPS

§8.1 *Sections.* The membership shall be organized into Sections to facilitate programming for the professional interest groups that make up the Council. These sections become active when 10

members of a corresponding interest group join the Council. Upon activating, each Section shall adopt Bylaws not inconsistent with the Constitution and Bylaws of the Council. Section bylaws become effective upon approval of the Board of Governors. The Council shall have the following Sections:

1. Students;
2. Young Professionals;
3. Faculty;
4. Government Service;
5. Business and Trade;
6. Non-Governmental Organizations; and
7. Veterans.

Additional Sections may be created as provided in the Bylaws.

§8.2 *Section membership.* The Board of Governors shall prescribe the manner in which members shall join Sections, and may limit the number of Sections a Member may join.

§8.3 *Committees and Working Groups.* The Board of Governors may, as provided in the Bylaws, create committees and working groups to carry on the work of the Council.

§8.4 *Standing Committee on Foreign Affairs Ethics.* The Council shall maintain a permanent committee to conduct programming on topics relating to ethics and professional responsibility in foreign affairs.

ARTICLE IX: PUBLICATIONS

§9.1 *In general.* The Council may, from time to time, publish materials related to the purposes of the Council, either for Members or for the general public. The Board of Governors may create periodicals as it deems appropriate.

§9.2 *Journal of Foreign Affairs.* The Council shall publish a Journal of Foreign Affairs as its official periodical. The President with the consent of the Board of Governors shall appoint an Editor in Chief who shall have direct control over the Journal and preside over an Editorial Board, as provided in the Bylaws.

§9.3 *Briefs and Policy Papers.* The members of the Council may prepare briefs and other policy papers in the interest of promoting effective foreign policy. Papers purporting to represent the view of the whole Council must be reviewed and approved by the Board of Governors before release. Papers drafted by a Section, Committee, or other working group must specify that they are a product of that particular group if the paper is not adopted by the Board of Governors. All policy papers are subject to the disclaimer requirements in § 5.7.

ARTICLE X: ANNUAL SYMPOSIUM

§10.1 *In General.* The Council shall hold an annual Symposium to present papers and discuss topics in foreign affairs. The Board of Governors shall set the time and place of the Symposium on the recommendation of the Symposium Committee.

§10.2 *Symposium Committee.* Each year, a Symposium Committee shall be appointed by the Board of Governors as provided in the Bylaws. One member of the Symposium Committee shall be appointed Symposium Chair, and shall attend Board of Governors meetings and report on the Committee's activity. The Symposium Committee is responsible for the Symposium's planning and logistics. The Committee, in consultation with the Journal's Editorial Board, shall set the length of papers and speeches, and may select a general topic for the year's event.

§10.3 *Student Competition.* The Symposium Committee shall also organize a research competition for student members as part of the Symposium. The Committee shall work in consultation with the Journal's Editorial Board to select a prompt for the competition and to set a review process for submissions. A scholarship shall be created for competition winners, as provided in the Bylaws.

ARTICLE XI: MEETINGS

§10.1 *Annual Meeting.* The Council shall hold an Annual Meeting of the membership at a time and place determined by the Board of Governors. The chief purpose of the Annual Meeting shall be to elect officers and conduct such other business as deemed necessary, and may also hold discussions and presentations on topics of interest.

§10.2 *Special Meetings.* Special Meetings may be held at a time and place determined by the Board of Governors, or by the Secretary upon the written request of ten members. Members of the Council shall receive at least 30 days' notice of a meeting. Such notice shall specify the object of the meeting. No other business shall be transacted at the meeting unless admitted by a two-thirds vote of those present and voting.

§10.3 *Quorum.* Thirty members shall constitute quorum at any meeting of the Council.

§10.4 *Other events.* This Article shall not apply to events such as roundtables, lectures, or other professional and scholarly activities organized by the Members of the Council.

ARTICLE XII: BYLAWS

§12.1 *In General.* The Board of Governors shall adopt Bylaws not inconsistent with this Constitution to further the administration of the Council. The Bylaws may be amended at any annual meeting or special meeting of the Council by a majority of the Board members present and voting. Any Member may propose a bylaw to the Board no later than six months before the Annual Meeting, or as part of a petition for a Special Meeting. Unless otherwise provided, an approved bylaw is effective upon adjournment of the meeting at which the vote takes place.

§12.2 *Notice.* The Secretary shall notify the Council of the substance of a proposed bylaw no later than 30 days before the Board of Governors' vote.

§12.3 *Corrections.* The Secretary may correct punctuation, grammar, or numbering in the Bylaws where appropriate, provided such changes do not alter the meaning of the rule.

ARTICLE XIII: RESOLUTIONS

§13.1 Members may submit resolutions pertinent to the purposes of the Council to the Board of Governors. All resolutions shall, at the discretion of either the President or other presiding officer or the request of three Members, be referred to committee for study without taking a vote. No vote on a resolution shall take place until a report has been made thereon. The Secretary shall provide the Council with notice of the substance of the proposed resolution no later than three months before a vote. No resolution shall carry without a three-fourths majority vote of the Board of Governors followed by a three-fourths majority vote of the Members.

ARTICLE XIV: AMENDMENTS

This Constitution may be amended at any Annual Meeting by a two-thirds majority vote of the members present and voting. Amendments may be proposed by a vote of the Board of Governors, or by a written petition by five or more Members. Petitions must be filed with the Secretary within six months of the previous Annual Meeting. The Secretary shall submit the text of the amendment to the Council no later than 30 days before next Annual Meeting.