

Zeta Beta Tau Fraternity, Inc.

Constitution

ARTICLE I Name

This Fraternity shall be known as Zeta Beta Tau Fraternity, Inc. (Fraternity), and shall be symbolized by the letters ZBT.

ARTICLE II Purpose

The purpose of the Fraternity is to stimulate, develop and encourage among its membership the principles of Intellectual Awareness, Social Responsibility, Integrity, and Brotherly Love.

ARTICLE III Membership

SECTION 1 — General Members: Any male student of good moral character enrolled (and in good standing) at any college, university or comparable institution of post-secondary education at which a Chapter or Colony of this Fraternity is located or planned, shall be eligible for membership.

SECTION 2 — Special Members (Honorary and Adjunct): Persons who have attained outstanding local, national or international merit and distinction may be elected to Honorary membership; persons who have rendered exceptional aid and assistance to a particular Chapter, Colony, or Alumni Association of the Fraternity may be elected to Adjunct membership. Any Chapter, Alumni Association or the Supreme Council may make nominations for such memberships. Elections to all such alumni memberships shall be by the Supreme Council, and such alumni memberships shall convey all the rights and privileges of membership in the Fraternity.

SECTION 3 — Election and Initiation: Membership shall be accorded only to those persons duly initiated pursuant to the procedures of the Fraternity, provided however, that no person shall be denied membership on the basis of race, color, creed or national origin. The Supreme Council may, from time to time, promulgate procedures for the orderly processing of membership, consistent with this provision.

SECTION 4 — Membership Selection: Each undergraduate unit shall have complete autonomy as to the selection of its members, consistent with the provisions of this Constitution. Notwithstanding the provisions of this Section, Chapters shall extend an invitation of membership to all identified Prime Legacies (sons, grandsons, and brothers of the same Chapter) and of First Priority Legacies (sons, grandsons, and brothers of any ZBT Chapter) who receive the affirmative vote of more than 50% of the Chapter or Colony members in good standing, present and voting at the meeting at which such legacies are presented. In the event that Prime Legacies or First Priority Legacies fail to receive an

invitation of membership, the Chapter or Colony President shall be obligated, within 72 hours of such decision, to contact the alumnus brother, father, or grandfather of the legacy rushee to discuss the Chapter's decision.¹

SECTION 5 — Ritual: All initiations shall be conducted in accordance with the ritual prescribed by the Supreme Council, except that the Supreme Council may prescribe a modified ritual procedure for the initiation of Special Members. Any material changes in ritual procedures and the application thereof shall require the affirmative vote of not less than two-thirds of the members of the Supreme Council present at a meeting at which such changes are proposed.

SECTION 6 — Four Year Loyalty Rule: Each undergraduate member shall furnish full fraternal, moral and financial support to his Chapter, while on its campus, for a period of four college years, or until such member secures a degree, whichever shall be the shorter period. The Supreme Council shall determine the interpretation and application of this rule and the exceptions thereto, if any

SECTION 7 — Release from Membership:

1. Upon receipt of a request for release from membership on a form which shall be available on our website, the Discipline Board shall review and decide whether or not to release the member. The Discipline Board shall have 30 days from the receipt by the International Office to make their decision. If they fail to do so the member shall be released
2. Any denial of release may be appealed to the Executive Group acting on behalf of the Supreme Council in the manner prescribed under Appeals: Procedures Legislation

ARTICLE IV Chapters and Alumni Associations

SECTION 1 — Fraternal Organization: On all matters submitted for vote to Chapters and Alumni Associations, each Chapter shall have one vote and each qualified Alumni Association shall have one-third of one vote. Chapters shall be composed of members of the Fraternity who are students in attendance at colleges, universities and comparable institutions of learning acceptable to the Supreme Council. Alumni Associations shall be voluntary associations of members of the Fraternity who are no longer in attendance as undergraduates at any college, university or comparable institution of learning.

SECTION 2 — Transfer Affiliation: The Supreme Council may, from time to time, adopt by-laws, rules and procedures relating to transfers of undergraduate members of the Fraternity among and between institutions at which Chapters or Colonies of the Fraternity are located and to the rights and obligations of such members and Chapters or Colonies thereby affected.

SECTION 3 — Establishment of Colonies: The Supreme Council shall establish

¹ Adopted by the National Convention, July 1992.

standards, procedures and regulations for the establishment of new Colonies. No admission of a Colony shall be denied on the basis of a member's race, color, creed, or national origin.

SECTION 4 — Admission of Chapters: The Supreme Council shall establish standards, procedures and regulations for the admission of new Chapters and shall make all decisions with respect to such admissions. No admission of a Chapter shall be denied on the basis of a member's race, color, creed, or national origin.

SECTION 5 — Admission of Alumni Associations: On petition of alumni members in good standing, who are resident in a particular locality, or of a particular Chapter, the Supreme Council may grant a Charter establishing an Alumni Association, in accordance with its standards, procedures and regulations. The Supreme Council may revoke the charter or deem the Association inactive, subject to re-activation upon proper request, if the Association fails to meet the established standards, procedures and regulations.

SECTION 6 — Revocation or Suspension of Charters: The Supreme Council shall have the exclusive right to revoke any Charter granted to any Chapter or Alumni Association, and the President of the Fraternity and/or the Supreme Council shall have the right to suspend any such Charter. Any suspension of a Charter by the President shall be ratified and approved by the Supreme Council at its next regular or special meeting. The Supreme Council of the Fraternity, may, at its discretion, suspend, withdraw or revoke the Charter of any Chapter, Chapter Corporation or Trustee/House Corporation. Short of such suspension, withdrawal or revocation it may determine that there is a default in the discharge of responsibilities of a Chapter, Chapter Corporation or Trustee Corporation and upon the determination of such default, take such action as it deems appropriate for the good and welfare of the Fraternity. Should any Chapter, Chapter Corporation, or Trustee/House Corporation have its Charter suspended, withdrawn or revoked by the Supreme Council, or shall any such group be deemed to be in default of its Charter responsibilities by the Supreme Council, the Supreme Council may, at its discretion, remove that group from the Fraternity's group tax exemption.

SECTION 7 — Reactivation: The Supreme Council shall have the exclusive right to reactivate or reorganize any Chapter or Alumni Association in an inactive status, and to restore any Charter previously revoked or suspended. Either the President or the Supreme Council may reinstate a suspended Chapter, Colony or Alumni Association.

SECTION 8 — Trustee/House Corporations: All Chapters as a condition of good standing in the Fraternity shall cause to be organized a non-profit and/or membership corporation pursuant to the laws of the State in which it is located unless compliance with this requirement shall have been waived or modified by the Supreme Council upon a showing of good cause. This corporation shall be known as the Trustee or House Corporation. This corporation shall be totally separate and distinct from the corporation known as the Chapter Corporation, if such an entity exists. The Articles of Incorporation or Organization of such Trustee/House Corporation shall contain a provision that in the event of a dissolution of the Trustee/House Corporation, all assets shall be immediately turned over to the Fraternity. This Trustee/House Corporation shall be vested by the Fraternity to receive, hold and to faithfully manage for the benefit of ZBT, the capital assets created by its

constituent Chapter/Chapter Corporation, if any. The Trustee/House Corporation shall govern itself in accordance with the laws of the State under which it is incorporated; provided, however, that to the extent permitted by the laws of such State the Trustee/House Corporation shall adopt the recommended uniform by-laws for Trustee/House Corporations promulgated by the Supreme Council. Nothing contained in those recommended by-laws shall prevent the Trustee/House Corporation from adopting additional by-laws, provided the same are not inconsistent with the spirit and meaning of such recommended by-laws. The Fraternity, having obtained tax exempt status and maintaining a group exemption, shall include the Chapter, Chapter Corporation, if any, or Chapter Unincorporated Association, and the Trustee Corporation within its group exemption.

SECTION 9 — Relationship between the National Fraternity and the Chapter/Chapter Corporations and Trustee Corporations: No provision of any Charters and by-laws of any Chapter, Chapter Corporation, if any, or Trustee/House Corporation shall contravene the provisions of the National Fraternity Constitution, by-laws, code and/or rules.

In the event that a Charter is surrendered, suspended, withdrawn or revoked, the Fraternity shall immediately contact the Trustee/House Corporation, the Chapter's Alumni Association (if any), and any active Chapter Advisors, and request that they immediately take possession of, and secure, all of the property, real, personal, or mixed, of any kind, nature and description whatsoever, including but not limited to the Fraternity paraphernalia, rituals, books of records, books of account, real property, the Chapter house itself, and its furnishings (collectively, "the Property"), for the purpose of holding such property until the reactivation of the Chapter. In the event that the Fraternity determines that there is no viable Trustee/House Corporation and/or Chapter Alumni Association available to possess and secure the Property, the Property shall be surrendered and conveyed to the Fraternity or to any non-profit or membership corporation designated by the Supreme Council, to hold such Property until the reactivation of the Chapter. Pending the reactivation of the Chapter, the Fraternity or its designee, shall use that Property in its discretion; provided, however, that the Fraternity shall have the obligation to return the remaining principal (after satisfaction of all Chapter liabilities) turned over to it in the event of such reactivation, and shall have the obligation to return all such Property to the Chapter upon such reactivation in the same condition that it was received, reasonable wear and tear excepted. Until such time as the Chapter's Charter is reactivated, all Property turned over in accordance with this paragraph shall be deemed the property of the Fraternity.

Every Chapter, Chapter Corporation, if any and Trustee/House Corporation, or Alumni Association, shall adopt provisions in its charters, by-laws, certificates of incorporation or other incorporating documents or articles of association in furtherance of this paragraph. In the event that such Chapter ceases to be active as herein set forth and there is no active and viable Trustee/House Corporation, Chapter Advisor and/or Chapter Alumni Association, it shall be the obligation of the last officers of such Chapter, Chapter Corporation, if any, or Trustee/House Corporation to execute all documents necessary to convey the aforesaid property to the Fraternity. The President shall have the authority to enforce this provision by obtaining injunctive relief from a court of competent jurisdiction.

SECTION 10 — Chapter Advisors: The President shall annually appoint one or

more Chapter Advisors for each Chapter within the Fraternity. In receiving such nominations and in making such appointments, he may seek the specific advice of the Trustee/House Corporation regarding the appointment of Chapter Advisor(s) and the division of responsibilities between the Chapter Advisor and the Directors of the Trustee Corporation. In the event that he selects more than one alumni advisor for a particular Chapter, he shall style one of the several as chairman of the Chapter's Advisors and ask the several to form themselves into a Board of Chapter Advisors. In all instances, Chapter Advisors shall serve at the pleasure of the President. It is understood, however, that Chapter Advisors may be reappointed. Chapter Advisors need not be members of the Fraternity and where a Chapter has a Faculty Advisor, they may be appointed by the President as a member of the Chapter's Board of Chapter Advisors. When it is not possible or extremely impractical for the President to appoint one or more alumni to serve as Chapter Advisors, he may rely solely upon non-member Faculty Advisors or other non-members to serve as Chapter Advisors. Chapter Advisor(s) shall concern themselves with the day-to-day operations of their respective undergraduate Chapters and in so doing, offer assistance and guidance to the various Chapter officers and committee chairmen, ensure the enforcement of the Fraternity's rules and regulations and those of the host university and community, serve as liaison between the Chapter and the general alumni of the Chapter and other alumni of the community in which the Chapter is located, serve also as liaison between the Chapter, its Trustee/House Corporation, and the National staff, and preserve the good name and reputation of the Chapter and the Fraternity. In furtherance of these responsibilities, Chapter Advisors should annually set reasonable goals and expectations for their respective Chapters in various programming areas, participate in the Chapter's budgeting process, provide guidance and direction in the Chapter's disciplinary process, attend periodic meetings of the Chapter and its executive committee, administer the oath of office to newly-elected Chapter officers and, remove Chapter officers from office, when appropriate, by declaring their offices vacant, appointing interim officers to fill the vacancies and setting the dates for future elections, to make best efforts to attend conclaves and conventions of the Fraternity, to faithfully work with the Chapter leadership and the Trustee/House Corporation leadership, so that the objectives of both can be achieved.

ARTICLE V Officers

SECTION 1 — Officers: The officers of this Fraternity shall consist of a President, two Vice Presidents, a Treasurer, and Secretary. The Supreme Council may designate, from time to time, assistant secretaries and assistant treasurers. Such assistant secretaries and assistant treasurers shall not be considered regular or ex-official members of the Supreme Council and shall serve for corporate purposes only.

SECTION 2 — Term: Each officer shall take office for a term commencing on the first day of August in even numbered years, and shall hold office for a period of two years or until his successor shall take office. No person shall hold the office of President for more than two successive terms.

SECTION 3 — Eligibility: Prior to taking office, each officer shall have been a member in good standing of the Fraternity for at least five years and shall be at least twenty-one (21) years of age.

SECTION 4 — Nominations: (a) Nominations shall be made by the Corporate Governance Committee in accordance with the legislation approved by the Supreme Council.

(b) Additional nominations for any office may be made by any Chapter in good standing, or by one percent (1%) of the total general membership of the Fraternity in good standing or, one hundred (100) members of the Fraternity in good standing, whichever shall be less. Such nominations, if any, shall be made in writing, shall set forth the names, addresses and Chapter affiliations of the proposed candidates, and signatures of the required nominators, except that if the nominator is a Chapter, the signatures of a majority of its members in good standing shall suffice. Such nominations shall be transmitted to the Office of the Fraternity at least sixty (60) days prior to the first official day of the Annual Meeting and shall be circulated to each Chapter and Alumni Association prior to the first day of the Annual meeting. (c) If any nominee for any office shall decline the nomination, or be legally incapacitated for any reason, additional nominations for such office may be made on the floor of such Convention by the delegation of any Chapter, or Alumni Association, or by any Officer.

SECTION 5 — Election: All officers shall be elected at the Annual Meeting by Chapter and Alumni Association ballot, either orally or in writing, as prescribed by the rules of such Annual Meeting. A majority of the votes cast shall be required for election. The senior delegate of each Chapter and Alumni Association shall cast all ballots in attendance at such Annual Meeting, and no proxies or absentee ballots shall be considered for the purposes of election of officers.

SECTION 6 — Oath of Office: The oath of office shall be taken by each officer upon assuming office, and shall be administered by any Officer or past Officer, in the following form: I do solemnly swear that I shall faithfully execute the duties of the office of _____ of the Zeta Beta Tau Fraternity and that I shall, to the best of my ability, protect, and maintain the Constitution and rules of the Zeta Beta Tau Fraternity, so help me God.

SECTION 7 — Vacancies: In the event that the President shall die or become legally incapacitated so that the office is vacant, the Supreme Council, at its next regular meeting, or at a special meeting called for such purpose, shall elect one of the then incumbent Vice Presidents to fill the unexpired term of the President. Such election shall be by a majority of the votes cast at such meeting. Should any vacancy occur in any other elective office, the Supreme Council, at its next regularly scheduled meeting, shall elect an eligible member of the Fraternity in good standing to fill such vacancy. All vacancies shall be filled as soon as practicable. The Secretary shall promptly communicate notice of the filling of vacancies to all Chapters and Alumni Associations.

SECTION 8 — Duties of Officers: (a) The President shall be the chief officer and executive head of the Fraternity. He shall convene and preside at Annual Meetings of the Fraternity and at all meetings of the Supreme Council. He shall submit to such bodies such matters as may properly be considered; shall sign or cause to be signed in his name all Charters granted by the Fraternity during his term; shall appoint and discharge members of

all Fraternity committees within a reasonable time after assuming office; shall exercise all other powers and fulfill all other duties as set forth in this Constitution and by-laws, rules and regulations as may be adopted from time to time; and generally act to the best of his ability to further the interests and purposes of the Fraternity. He shall also be an ex-official member of all committees, and shall have the deciding vote, to either make or break a tie, at any Annual Meeting or any meeting of the Supreme Council. (b) The Vice Presidents shall perform such duties as may be delegated to them by the President or the Supreme Council. (c) The Treasurer shall perform such duties as may be delegated to him by the President or the Supreme Council, and shall also receive, maintain and disburse (or cause to be disbursed) the monies of the Fraternity, in accordance with the by-laws, rules and regulations of the Fraternity, and shall render a financial report at each regular meeting of the Supreme Council and an annual report at each Annual Meeting during his term. (d) The Secretary shall maintain or cause same, the records, archives and seal of the Fraternity; maintain the official minutes of the Annual Meetings and Supreme Council; sign or consent to be signed in his name Notice of Meeting, Charters, and Membership Credentials. (e) The Executive Director (also may be referred to as the Executive Vice President) is not an officer of the Fraternity but may be elected an Assistant Secretary or Assistant Treasurer and shall supervise all professional staff functions and current administration of the affairs of the Fraternity, under the direction of the President and the Supreme Council, and shall perform those functions as may be required by his contractual agreement with the Fraternity, as well as act to the best of his ability to further the interests and purposes of the Fraternity.

ARTICLE VI Supreme Council

SECTION 1 — Membership: The Supreme Council shall consist of all of the Officers of the Fraternity, four (4) alumni members-at-large, and four (4) undergraduate members. Alumnus members-at-large shall be elected as in the same manner as the Officers at the Annual Meeting. The elected alumnus members-at-large shall serve for a term of two (2) years. The President shall appoint the four (4) undergraduate members. The undergraduate members shall serve at the pleasure of the President.

SECTION 2 – Term: A member of the Supreme Council may be elected to no more than four (4) consecutive terms of two (2) years each. Thereafter, a person is eligible to serve on the Supreme Council again after vacating the Supreme Council for at least two (2) years. A member's service as an Officer of the Fraternity shall not count toward this consecutive term limit. A person may not serve as an alumni member on the Supreme Council for more than twenty (20) years total, including his service as an Officer.

At the adoption of this amendment, fifty (50) percent of the time any person has served as a member of the Supreme Council shall not count towards the consecutive and life-time term limits set forth in this section.

SECTION 3 — Honorary Membership: The Supreme Council shall, from time to time, elect Honorary Members of the Supreme Council and Honorary Life Members of the Supreme Council. Such Honorary and/or Honorary Life Members shall be in addition to those created by the Special Members provisions of this Constitution. The Supreme Council shall determine criteria and procedures for the election of Honorary and/or Honorary Life

Members, and may in accordance with procedures established by it, declare such positions vacant. Honorary and Honorary Life Members of the Supreme Council shall not have a vote.

Honorary and Honorary Life Members shall serve at the pleasure of the voting members of the Supreme Council.

SECTION 4 — Oath of Office: Prior to assumption of office, each member of the Supreme Council shall take the oath provided in Article V, Section 6, to be administered by any incumbent or past Officer.

SECTION 5 — Meetings: The Supreme Council shall convene not less than three (3) times in each administrative year of the Fraternity. Additional meetings may be called by the President, or by a majority of the Supreme Council present at a meeting thereof, or at the written request of three members of the Supreme Council, upon reasonable notice. Regular or special meetings may be conducted in person, by telephone, or by any other means of electronic communication as determined by the President, or by a majority of the Supreme Council.

SECTION 6 — Powers: The Supreme Council shall govern the general Fraternity. Except as may otherwise be limited or provided in this Constitution, it shall have executive, judicial and legislative powers over: general policy of the Fraternity and the relation of all members thereto; the activities of special committees appointed by it as well as the creation and abolition thereof; all property and funds of the Fraternity; interpretation of the Constitution; grant, revocation and suspension of Charters of Chapters and Alumni Associations; the grant, revocation, withdrawal and suspension of Colony status; designation of dates and locations of Annual Meetings; maintenance of Fraternity records; supervision of Fraternity publications; appointment of the Executive Director; maintenance of the Offices of the Fraternity; election of Special Members; adoption of initiation rituals; the creation and revision of by-laws and a code of conduct for members; filling vacancies on the Supreme Council by nomination and vote at a meeting thereof; preparation and approval of the annual budget of the Fraternity, subject to ratification by a majority of Chapters and Alumni Associations; establishment of honors and awards and standards therefore and adoption of rules and by-laws for the implementation of the provisions of the Constitution; as well as such other powers as may be provided herein; as may be granted by law; and as may reasonably be required in furtherance of its powers and in the interest and purpose of the Fraternity as may be consistent with the provisions of this Constitution.

SECTION 7 — Quorum and Voting: A quorum for the transaction of business shall consist of six (6) voting members of the Supreme Council. The vote of the majority of the members present shall be sufficient to exercise any of its powers, except as herein otherwise provided. The Supreme Council may transact business by regular United States mail to the extent allowed by the laws of the State of New York.

SECTION 8 — Review: Any action of the Supreme Council may be overruled and set aside by a vote of two-thirds (67%) of the active Chapters and Alumni Associations in good standing. The procedure to be followed in any such instance, as nearly as practicable, shall be that as herein provided for amendment of the Constitution.

SECTION 9— Removal/Discipline of Supreme Council Members/Officers: - For good cause shown, the filing of a complaint under Article X, Section 2(a), a member of the Supreme Council or officer of the Fraternity may be immediately suspended from his position by the President or highest ranking officer or member not having a complaint filed against him, until and upon a finding by the Corporate Governance Committee and the Supreme Council, if necessary. If all officers and members have complaints filed against them the most immediate past President shall make this determination.

Good Cause means conduct which is likely to cause serious harm to the Fraternity if the officer or members of the Supreme Council is not removed prior to the expiration of their term.

Upon motion by the Corporate Governance Committee, the Supreme Council may discipline or remove an Officer of the Fraternity or member of the Supreme Council. A vote of no less than 2/3 of the voting members is required to remove or discipline an Officer or member. A motion by the Discipline Board under this section must be considered by the Supreme Council, at either a regular or special meeting, within ten (10) days of the first business day following the date said motion was made. The Officer or member subject to discipline or removal may be present at this meeting and participate in discussion, but he may not vote on the motion.

After a finding that by the Discipline Board that a member of the Supreme Council, including officers, should not be disciplined or removed from the Supreme Council, the member or officer shall automatically and immediately be reinstated to his position as a member of the Supreme Council or Officer of the fraternity.

ARTICLE VII Annual Meeting

SECTION 1 — Date: An Annual Meeting shall be held during each calendar year upon such dates, as the Supreme Council shall designate.

SECTION 2 — Location: The location of each Annual Meeting shall be designated by resolution of the Supreme Council, or their designee. The determination of such location and of dates thereof under Section 1, above, may extend to the then current administrative year or any subsequent administrative year, and commitments entered into by the Fraternity based thereon shall be valid.

SECTION 3 — Delegates: Each Chapter and Alumni Association shall submit the names of its delegates and alternates to the Office of the Fraternity at least thirty (30) days before the opening day of the Annual Meeting. Delegations shall be constituted as may, from time to time, be prescribed by the rules and regulations relating to Annual Meetings promulgated by the Supreme Council.

SECTION 4 — Proxies: The Annual Meeting shall not consider any proxies or absentee ballots.

SECTION 5 — Quorum: A quorum for the transaction of business at an Annual Meeting shall consist of delegations representing a majority of the Chapters. If no quorum is present, those delegations in attendance may select an adjourned date.

SECTION 6 — Voting: Each Chapter shall have one vote, which shall be cast by its duly authorized senior delegate or his alternate. Each qualified Alumni Association shall have one-third of one vote which shall be cast by its duly authorized delegate or his alternate, provided, however, that the aggregate Association votes shall not exceed 50% of the votes cast by Chapters. In the event of any such excess, the fractional value of each Alumni Association vote shall be reduced pro rata. A majority of the votes cast shall be required for the decision of any Annual Meeting matter, including, but not limited to, legislation and elections. The President may cast a vote to make or break a tie vote, provided, however, that for any election vote wherein no candidate receives a majority of the votes cast, re-ballots shall be conducted until one candidate receives such majority.

SECTION 7 — Annual Meeting Program and Procedure: The Annual Meeting shall elect the officers of the Fraternity and such other members of the Supreme Council as herein provided, shall transact such other business as may properly come before it, and shall prescribe its rules and regulations consistent with the Constitution to effectuate the foregoing. A Chapter or Alumni Association desiring to place any matter before the Annual Meeting shall submit same to the Executive Director, in writing at least 60 days prior to the opening date of the Annual Meeting. Such matters, as well as any other matters which the Supreme Council wishes to be considered, shall be circulated as promptly as is practicable by the Executive Director to all Chapters and Alumni Associations, or to the presidents of any Chapters then not in session. Such matters shall first be considered by the Annual Meeting, and thereafter shall be considered such other matters as may be brought to the floor of the Annual Meeting by any delegate. Amendments to the Constitution must first be considered by the Supreme Council before they may be considered at an annual meeting.

SECTION 8 — Special Annual Meetings: A Special Annual Meeting may be called by the President upon not less than one month's notice upon the written petition of three-fourths (75%) of the members of the Supreme Council and approved by a majority of the Chapters.

ARTICLE VIII Dues and Fees

SECTION 1 — Dues and Fees: The Fraternity dues and fees shall be as determined, from time to time, by the Supreme Council.

SECTION 2 — Date of Payment: The Supreme Council shall, from time to time, determine the due dates for all payments required to be made by Chapters and Alumni Associations to the Fraternity.

SECTION 3 — Assessments: Subject to approval of a majority of Chapters, the Supreme Council, from time to time, and when necessary for the administration and maintenance of the Fraternity, may levy such assessments as it may deem required; provided, however, that such assessments shall be uniform throughout the Fraternity.

ARTICLE IX Committees

SECTION 1 — Designation: The President-Elect, as soon after his election as shall be practicable, shall appoint such committees as he may deem necessary or advisable and fill the vacancies therein. The Supreme Council also may appoint special committees, as it may deem necessary or desirable by majority of votes cast at a meeting.

SECTION 2 — Duties: The President and the Supreme Council shall determine the duties of committees appointed by them.

SECTION 3 — Term: The term of all committee members shall be one year, commencing on the first day of the administrative year of each term of the President, or until their successors are appointed.

ARTICLE X — Discipline Procedures

SECTION 1 — Appointment: The Discipline Board shall be appointed by the International President and shall consist of not less than five (5) nor more than nine (9) members. The International President shall select the Chairman.

SECTION 2 — Jurisdiction: - The Discipline Board shall have the jurisdiction set forth in subparagraphs (a) and (b) below. All other discipline matters shall be governed by the provisions of SECTION 7 below.

- (a) All complaints against National Officers of the Fraternity or members of the Supreme Council alleging any breach or violation of fraternal, ethical or financial obligation or standards of conduct shall be received and considered in the first instance by the Discipline Board, in accordance with its rules and regulations and those of the Supreme Council.
- (b) All complaints against members of Chapters, alleging any breach of fraternal, ethical or financial obligation or standards of conduct shall be considered in the first instance by the Local Chapter, with the approval of the Chapter Advisor, if any. All such actions, which are instituted and acted upon by the Chapter and approved by the Chapter Advisor, if any, according to procedures set up from time to time by the Supreme Council, shall be subject to appeal to the Discipline Board. The Board must take no more than ninety (90) days to rule on an appeal. If the Board fails to act within ninety (90) days, the Chapter's and Chapter Advisor's, if any, action is upheld automatically. A Chapter Advisor may take any actions necessary up to and including expulsion in dealing with the membership status of an undergraduate brother for the good and welfare of a chapter. All such actions, which are institute, shall be subject to appeal to the Discipline Board. If a

Chapter Advisor expels a Brother solely for failure to meet financial obligations they may reinstate them when the obligations have been satisfied. The Fraternity shall promptly be notified of such reinstatement.

(c) To hear petitions for release from membership in accordance with procedure below:

1. Upon receipt of a request for release from membership the Discipline Board shall review and decide whether or not to release the member. The Discipline Board shall have 30 days from receipt to make their decision. If they fail to do so, the member shall be released.
2. Any denial of release may be appealed to the Supreme Council.

SECTION 3 — Quorum: A quorum for the transaction of business in person or via other electronic means shall consist of a majority of the members of the Discipline Board; provided, however, that an affirmative vote of not less than three (3) members shall be required for any action hereunder.

SECTION 4 — Meetings: The Discipline Board shall meet at the direction of its Chairman, or the International President, or the Supreme Council at such times as its deliberations may be required, and the Secretary thereof shall maintain regular and complete minutes of such meetings.

SECTION 5 — Powers: In case of charges duly presented against a member of the Fraternity and sustained after due deliberation by the Discipline Board, it may impose such penalties as it may deem just and proper in the circumstances, including but not limited to, monetary fines, community service, and suspension or expulsion from the Fraternity.

SECTION 6 — Review: Any action of the Discipline Board may be reversed or modified in whole or in part by a vote of a majority of the members of the Supreme Council; provided that the aggrieved party shall appeal in writing to the Supreme Council within thirty (30) days after the mailing of written notice of action taken by the Discipline Board. In addition, any dissenting members of the Discipline Board shall have the right to institute an appeal on behalf of such aggrieved party within such thirty (30) day period. The Supreme Council may prescribe procedures to govern such appeals, not inconsistent with these provisions.

SECTION 7 — Disciplinary Procedures in Certain Cases: With respect to all complaints against a Chapter, any of its members, Alumni, or an Alumni Association initiated by someone other than the Local Chapter, the Trustee/House Corporation, or Chapter Advisor alleging any breach or violation of fraternal, ethical or financial obligations or standards of conduct shall be investigated and processed in accordance with disciplinary guidelines established (and as the same may be amended from time to time) by the Supreme Council, which guidelines may grant such authority and discretion as deemed appropriate by

the Supreme Council. Complaints against alumni of their Chapter may be initiated by the local Chapter or Chapter Advisor.

SECTION 8 — Removal Discipline of Supreme Council members including officers. For good cause shown, the filing of a complaint under Article X Section 2(a), a member of the Supreme Council or officer of the Fraternity may be immediately suspended from his position by the President or highest ranking officer or member not having a complaint filed against him, until and upon a finding by the Discipline Board and the Supreme Council, if necessary. If all officers and members have complaints filed against them, the most immediate past President shall make this determination.

Upon motion by the Discipline Board, the Supreme Council may discipline or remove an Officer of the Fraternity or member of the Supreme Council. A vote of no less than 2/3 of the voting members is required to remove or discipline an Officer or member. A motion by the Discipline Board under this section must be considered by the Supreme Council, at either a regular or special meeting, within ten (10) days of the first business day following the date said motion was made. The Officer or member subject to discipline or removal may be present at this meeting and participate in discussion, but he may not vote on the motion.

After a finding by the Discipline Board that a member of the Supreme Council, including Officers, should not be disciplined or removed from the Supreme Council, the member or Officer shall automatically and immediately be reinstated to his position as a member of the Supreme Council or Officer of the Fraternity.

In order to further delineate the process under which disciplinary matters not covered in the Constitution shall be handled, be it resolved that the following shall be the policy of the Fraternity:

APPEALS TO THE DISCIPLINE BOARD: General Rules and Information

Disciplinary Board – further delineation of duties and procedures

1. The Board shall have additional original jurisdiction to hear petitions for release from membership
2. The Board shall review all matters as a de novo review and the legal standard which they shall apply in handling appeals shall be the legal error standard.
3. Pursuant to Article X, Section 5 of the National Constitution, the Board shall have the authority to enforce any and all penalties other than granting and denying appeals, including assessing fines, community service and any other sanctions it may deem appropriate

RELEASE FROM MEMBERSHIP

1. Upon receipt of a request for release from membership on a form, which shall be available on our website, the Discipline Board shall review and decide whether or not to release the member. The Discipline Board shall have 30 days from receipt by the International office to make their decision. If they fail to do so the member shall be released.

2. Any denial of release may be appealed to the Supreme Council in the manner delineated below under Appeals: Procedure.

Appeals: Procedure

Disciplinary Board

1. Original Jurisdiction

- a. For all matters of original jurisdiction, aggrieved party shall file the matter using the downloadable PDF Disciplinary Appeals Cover Sheet (the "Cover Sheet") from the ZBT National Website, with a written statement attached, with the National Office. The form is also available upon request to the Office.
- b. Within 5 business days of receipt of Cover Sheet, the Chairman of the Board or his designee in consultation with the Executive Director or his designee shall task an Investigation Team to investigate
- c. Within 10 business days, the Investigation Team shall make its findings to the Chairman of the Board
- d. Upon receipt of the findings of the Investigation Team, the Chairman of the Board shall call the meeting of the Board within 30 days
- e. The Board shall issue its ruling on a Memorandum of Decision, stating its reasons for the decision.

2. Appeals

- a. For all appeals, upon receiving the sanction or expulsion letter, the appellant shall have 90 days to file an appeal using the downloadable *PDF Disciplinary Board Cover Sheet*, from the ZBT Website, with a written statement attached, with the Office.
 - i. Any appeal submitted without this cover sheet will automatically be denied.
- b. Once the appeal is received, the Executive Director or his designee within 10 business days shall request from any or all parties with an interest in this matter, including but not limited to the Chapter Advisors, Chapter officers and involved parties, a written response statement regarding the appeal
- c. Within 10 business days of receiving any responses to the appeal, the appellant may file a reply to the responses
- d. Upon receipt of the reply or the expiration of the period of time in which to file a reply, the Chairman of the Board shall call a meeting of the Discipline Board. The Board must decide the appeal within 90 days, unless further postponed after a meeting of the Board within the 90-day window. If no decision or postponement occurs within the 90 days, the decision of the Discipline Board or the Chapter Advisor or the Chapter President and Secretary is automatically affirmed.
- e. The Board shall have the power to review all papers and documents presented and to conduct, or task the staff to conduct, further investigation, as it deems appropriate
- f. The Board will render its decision using a De Novo standard of review
- g. The Board shall issue its ruling on a Memorandum of Decision, stating its reasons for the decision.
- h. The Memorandum shall be transmitted to all parties within 3 business days

Supreme Council

1. An appeal of the decision of the Discipline Board shall be filed using the downloadable *PDF Disciplinary Board Cover Sheet*, from the ZBT Website, with a written statement attached, with the Office, within 30 days of the mailing/e-mailing of the decision of the Discipline Board.
2. Upon receipt of an appeal, the Discipline Board and all interested parties will be promptly notified of the appeal and given 14 days from notice of the appeal to file a response.
3. The appellant shall have 14 days to file its reply to any response filed
4. At the next regularly scheduled Supreme Council meeting, the Council will receive the Board's Memorandum of Decision and all documentation available to the Discipline Board, in addition to the appeal to the Council and the subsequent responses and replies, and it will hear the appeal using an Arbitrary and Capricious standard of review, meaning that the Council must determine that the Board's ruling is invalid because it was made on unreasonable grounds or without any proper consideration of circumstances.
5. The Supreme Council shall decide to affirm, reverse or set aside the decision of the Board. If the decision of the Discipline Board is aside, it is remanded to the Discipline Board for further determination and must be accompanied with a Memorandum of Decision stating the reasons for the Supreme Council's action.
6. The Memorandum shall be transmitted to all parties within 3 business days

INVESTIGATION OF POSSIBLE INFRACTIONS

BY WHOM:

1. Discipline Panel, which will not hold regular meetings, shall have no fewer than five members and no more than seven who will be appointed by the President. A quorum for the transaction of business in person or via other electronic means shall consist of a majority of the members of the Discipline Panel; provided, however, that an affirmative vote of not less than three (3) members shall be required for any disciplinary action hereunder.
2. The President will appoint the chairman of the Discipline Panel.

When a possible infraction occurs:

1. When appropriate, upon the recommendation of the Executive Director, the President or their designee may direct that all or some of the Chapter's operations be ceased or limited pending investigation.
2. Executive Director will appoint a member (s) of the national staff or another designee(s) to conduct an investigation.
3. Within 10 business days from their appointment, a report shall be transmitted to the Executive Director or his designee for a decision to either Counsel or Further Explore
4. The Executive Director will make a decision to:
 - a. Counsel, or
 - b. Further Investigate

If decision is to Counsel:

1. The Executive Director or his designee working with the chapter, chapter advisor, trustee/house corporation and if appropriate the University, will create and implement a plan dealing with the matter.

If decision is to Further Explore:

1. The investigation will continue with findings being submitted within 20 business days to the Executive Director to determine by a *preponderance of the evidence* if an infraction has occurred
 - a. Executive Director will decide if
 - i. No infraction has occurred, if so
 1. Discipline file is closed
 2. Letter is sent to chapter and/or individual members memorializing this
 - ii. If an Infraction has occurred
 1. Decision - Executive Director
 - a. If the withdrawal of a charter is involved, the Executive Director or his designee shall recommend this to the President for consideration by the Supreme Council
 - b. If the withdrawal of the charter is involved the Executive Director or his designee will recommend Discipline Panel to expel the brother(s) involved or issue any other appropriate sanction(s)
 - i. The Discipline Panel may take in account past violations and other matters of record in the past four years and the sanctions imposed at those times
 - c. If withdrawal of a charter is not involved, the Executive Director or his designee will recommend Discipline Panel to expel the brother(s) involved or issue any other appropriate sanction(s)
 - i. The Discipline Panel may take in account past violations and other matters of record in the past four years and the sanctions imposed at those times
2. The Discipline Panel may conduct further investigation by any and all means necessary, including but not limited to, interviewing members of the chapter, the chapter advisor, university officials, law enforcement officials, and others whom they may deem appropriate. Furthermore, they may use other individuals and services in this process.

Complaints filed under Article X, Section 2 (a)

(a) The Discipline Board shall consider any complaint made under this section. The Discipline Board may investigate on its own or use other resources available to it. It shall render its finding and recommendations within 60 days to the Supreme Council.

(b) If the Discipline Board’s findings and recommendations include any sanctions up to and including removal from their position on the Supreme Council, the Supreme Council shall review and decide upon the recommendations at its next scheduled meeting or at a special meeting called in accordance with the Constitution. The scope of the review shall be de novo.

Handling complaints Under Article X Section 7

SECTION 7 — Disciplinary Procedures in Certain Cases: With respect to all complaints against a Chapter, any of its members, alumni, or an Alumni Association initiated by someone other than the local Chapter or the Trustee/House Corporation – Chapter Advisor

alleging any breach or violation of fraternal, ethical or financial obligations or standards of conduct shall be investigated and processed in accordance with disciplinary guidelines established (and as the same may be amended from time to time) by the Supreme Council, which guidelines may grant such authority and discretion as deemed appropriate by the Supreme Council. Complaints against alumni of their Chapter may be initiated by the local Chapter or Chapter Advisor.

1. The Discipline Panel shall conduct an investigation by any and all means necessary, including but not limited to, interviewing members of the Chapter, the Chapter Advisor, university officials, law enforcement officials, and other whom they may deem appropriate. Furthermore, they may use other individuals and services in the process.
 - a. Within 10 business days of receipt of the complaint, the Chairman of the Discipline Panel in consultation with the Executive Director shall task an Investigation Team to investigate.
 - b. Within 20 business days, the Investigation Team shall make its findings to the Chairman of the Discipline Panel.
 - c. Upon receipt of the findings of the Investigation Team, the Chairman of the Discipline Panel or his designee shall call the meeting of the Discipline Panel within 20 business days and render its decision within 15 business days of the conclusion of its meeting.
2. The Discipline Panel shall issue its ruling on a Memorandum of Decision, stating its finding and reasons for the decision.

Appeals: General Rules and Information

General Rules for appeals to the Panel, Board, and the Council:

1. All appeals must be in writing.
2. No letters from parents, clergy, or anyone else shall be accepted except and unless specifically requested by the Panel, Board, or the Council.
 - a. Any non-requested letter will be deemed not accepted for purposes of the appeal.
 - b. Exception: If claiming a medically-related reason, a letter from a medical professional may be submitted with the appeal.
3. The National Office shall provide copies of all appeals, responses and replies to all parties in a disciplinary matter. "Parties" mean any Chapter or member "charged" in any matter.

You have 90 days from the date of discipline to appeal to the Discipline Board.

The Discipline Board reviews the action(s) of the Discipline Panel or the chapter on De Novo Standard. However, in order for an appeal to have standing to be considered by the Discipline Board, it must present and pass one or more of the following grounds for appeal. Please check the ground(s) under which this appeal is being presented (check all that apply):

1. It can be shown that there was a defect in the manner in which the expulsion was handled, e.g. the person expelled was not notified of the action to expel him and of his right to appeal.
2. New facts can be produced during the appeal window (90 days) that make the cause of the expulsion nonexistent, e.g. all outstanding dues have been paid in full.

3. There were mitigating circumstances that make the action to expel seem excessive, e.g. frequent absences from campus due to a documented family problem kept a member from fully participating in the life of the chapter.

4. It can be shown that those ordering the expulsion were prejudiced or selective with regards to the action taken against the person expelled, e.g. there is a history of conflict between the parties or others were clearly as guilty as the person expelled, but received no penalties.

Please note: An appeal to the Discipline Board will not be favored for standing just because it articulates:

1. "...I love ZBT and don't want to be expelled..."

2. "I'm sorry and I won't do it again..."

3. "...I'm a third generation ZBT and this will be hard on my family..."

Please identify and explain why this disciplinary appeal should be heard based on each ground checked above. Please address each ground separately*:

ARTICLE XI Amendment

SECTION 1 — Procedure: Two-thirds (67%) or more of the members of the Supreme Council present at a meeting may submit a proposed Constitutional Amendment by petition in writing to the Supreme Council; or, if presented by said members of the Supreme Council, by vote duly recorded in the minutes thereof.

SECTION 2 — Circulation: If the Supreme Council receives such petition not later than sixty (60) days before an Annual Meeting, the proposed amendment shall be circulated promptly to all Chapters and Alumni Associations and submitted for a vote at the Annual Meeting. If the Supreme Council receives a petition at any other time, it may be circulated by it to all Chapters and Alumni Associations for vote thereon by written ballot, or at the discretion of the Supreme Council may be placed on the agenda for the next occurring Annual Meeting.

SECTION 3 — Adoption: This Constitution may be amended by an affirmative vote of two-thirds (67%) of all Chapters and Alumni Associations in good standing. All proposed amendments which do not receive a sufficient number of affirmative votes for adoption within sixteen (16) months from the date of submission of the proposed amendment to the Supreme Council shall be deemed to have been defeated.

ARTICLE XII Indemnification

The Fraternity, to the full extent permitted by law, shall indemnify any director, trustee, officer, or employee of the Fraternity and any member of the Supreme Council appointed by the Indemnified Person or Indemnified Persons, who is made a party to any civil or criminal action or proceeding in any matter arising from the performance by such Indemnified Person of that person's duties for or on behalf of the Fraternity. Indemnification shall be for all sums paid by the Indemnified Person in the way of judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees actually and necessarily incurred, in connection with the action or proceeding, so long as there is no judgment or final adjudication adverse to the Indemnified Person which establishes that the acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that the Indemnified Person personally

gained, in fact, a financial profit or other advantage to which he or she was not legally entitled. This Article shall not require the Fraternity to advance expenses to any Indemnified Person; such advancement of expenses shall be at the discretion of the Fraternity. Where expenses have been advanced, any indemnification made to an Indemnified Person shall reflect the application of credit for sums previously advanced. Any indemnification and advancement of expenses under this Article is not exclusive of other rights to which an Indemnified Person may be entitled under the Fraternity's Certificate of Incorporation, this Constitution, a resolution of the Fraternity's Supreme Council, or any agreement.