

Bylaws of Beta Educational Scholarship Foundation

November 18, 2018

BYLAWS

ARTICLE I – NAME

The name of this Corporation shall be Beta Educational Scholarship Foundation (hereinafter BESF). BESF is an Alaska Nonprofit Corporation, EIN #47-2348385, effective November 7, 2014.

ARTICLE II – PURPOSES

1. General: BESF is organized exclusively for charitable and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
2. Specific: a. The purpose of BESF is to provide financial support for the personal and professional development of women educators and for projects designed to promote educational excellence.
- b. Money may be disbursed to members for expenses incurred to attend State, NW Regional, or International DKG conventions or conferences. See Policy Manual.
- c. No money shall be dispersed to members for any reason other than that listed in Article II, b.

ARTICLE III – MEMBERS

1. Members of Beta Chapter, a local chapter of DKG Alaska may be members of BESF. There shall be no fee for membership.
2. An annual meeting of BESF members shall take place in the spring, in conjunction with a regular Beta Chapter meeting. At that time members will receive reports on the activities of BESF and make recommendations for future projects to be considered by the Board of Directors.
3. Notice of the place, date, and time of the annual meeting of BESF shall be provided to members, as part of the Beta Chapter meeting calendar.
4. The members present at the meeting shall constitute a quorum.
5. Each member shall be entitled to one vote on each matter submitted for action to the members.
6. There shall be no proxy voting.
7. The BESF President or a majority of the Board of Directors may call special meetings of the members.
8. Members are encouraged to make project suggestions at any time during the year.

ARTICLE IV – BOARD OF DIRECTORS

1. A Board of Directors (hereinafter “The Directors”) shall administer BESF.
2. Initially, The Directors shall consist of the five (5) members set forth in the Certificate of Formation. Thereafter, The Directors shall be composed of five (5) members elected by Beta Chapter (“The Chapter”) and the current Beta Chapter President.
3. The Directors to be elected shall be nominated from the floor and elected by members of The Chapter at the annual meeting of BESF.
4. Initially, one director shall be elected for a one-year term, two directors for a two-year term, and two directors for a three-year term. Thereafter, terms of office shall be for a three-year term or last until a successor is elected. Elected directors are limited to two consecutive terms.
5. Vacancies occurring among The Directors shall be filled by recommendation of the current Directors and elected by Beta Chapter for the unexpired term or until a successor is elected. In no case may a vacancy continue for longer than six months or until the next annual meeting of the members, whichever occurs first.
6. The Directors shall elect their own officers, prepare and adopt a budget, control and manage all affairs and assets, make contracts and purchases, direct all expenditures, report to the membership at least semi-annually, and administer the affairs of BESF in such a manner as will carry out the purposes.
7. The Directors, as such, shall not receive any stated compensation for services. This provision shall not preclude reimbursements for reasonable budgeted expenses of the Directors.

ARTICLE V – OFFICERS

1. The officers of BESF shall be the president, the vice-president, the secretary, the treasurer, the “officer at large” and the current Beta Chapter President. After the initial establishment of BESF and first set of Directors and Officers, The Directors shall elect its officers within a week of the annual membership meeting.
2. All six Directors are voting members of the Board.
3. All six Directors shall be listed as check signers. Two signatures are required. The BESF President and Treasurer shall be used first and others asked if needed.
4. The president shall be the chief executive officer of BESF, preside at all meetings, sign all contracts and other documents as authorized by The Directors, appoint standing and special committees as authorized by the Directors, and perform such other duties as prescribed by The Directors. In addition, the BESF president shall be a member of the Beta Chapter Executive Board.
5. The vice-president shall preside at meetings in the absence of the president, be available to take on special projects, and perform such other duties as prescribed by The Directors.

6. The secretary shall keep minutes of each meeting, file corporate papers, and perform such other duties as prescribed by The Directors.

7. The treasurer shall hold and disburse funds as directed by The Directors, prepare all financial and tax reports for the IRS, provide a financial statement for each regular meeting of The Directors, prepare semi-annual financial reports for the membership, and perform such other duties as prescribed by The Directors.

8. The officer at large shall keep information updated on the Beta Chapter website, administer the BESF email account, assist all other officers where needed, and perform such other duties as prescribed by The Directors.

9. The current Beta President will serve as a liaison between Beta Chapter and the Foundation.

ARTICLE VI – MEETINGS OF THE DIRECTORS

1. The Directors shall meet at least semi-annually. Meetings may be face-to-face or by teleconference (phone, GTM, Skype).

2. The BESF President or a majority of The Directors may call special meetings. At least five (5) days' notice, stating the time, place, and purpose of any special meeting, shall be given to The Directors.

3. A majority of The Directors shall constitute a quorum for the transaction of business.

4. Any action of a majority of The Directors present at any meeting at which there is a quorum, shall be an action of The Directors.

5. There shall be no proxy voting.

6. In the interim between meetings, necessary business may be transacted by mail, by email or by teleconference (phone, GTM, Skype).

ARTICLE VII – COMMITTEES

1. The Directors shall be empowered to establish standing committees and special committees as needed. Committees may include Chapter members who are not members of the Board of Directors of BESF.

2. The BESF President shall appoint a member of The Directors as chair of each committee.

ARTICLE VIII – FINANCES

1. The BESF Fund shall come from Beta Chapter fundraising projects and donations. Effort shall be made to look outside The Chapter for sources of income.

2. The Beta Chapter Fundraising committee will establish the activity for and purpose of (chapter or foundation) each fundraiser, with membership approval. See policy manual.

3. BESF may accept donations, bequests, gifts, and grants to support the purposes of BESF. BESF reserves the final option for acceptance or rejection of a prospective charitable gift and shall allocate any undesignated donations.
4. A line-item (MEETINGS) shall be established in the budget specifically for expenses incurred to attend State, NW Regional, or International DKG conventions or conferences.
5. At the direction of Beta chapter, BESF will award grants or scholarships and distribute money in the name of Beta Chapter. The Beta Chapter GIA committee or members may make specific recommendations. In awarding funds, BESF shall not discriminate on the basis of age, race, religion, disability, or national origin. See policy manual.
6. The BESF Treasurer shall provide a minimum of semi-annual financial statements to BESF members.
7. The fiscal year shall be from July 1 through June 30.
8. All receipts for expenses or income need to be given to the BESF treasurer within thirty days of the receipt date and in June, before the end of the fiscal year, June 30.

ARTICLE IX – AUTHORITY

1. The Directors may adopt policies dealing with conflicts of interest, whistleblower protection, and document retention and destruction.
2. Policies and procedures approved by The Directors shall be placed in a Policy Manual independent of these bylaws and maintained as current standing operating procedures.
3. The rules contained in Robert’s Rules of Order Newly Revised (current edition) shall govern The Directors in all cases to which they are applicable and in which they are consistent with these bylaws and any special rules The Directors may adopt.

ARTICLE X – AMENDMENTS TO BYLAWS

1. These bylaws may be amended by a majority vote of The Directors, provided The Directors were notified in writing, five (5) days in advance of the vote.

ARTICLE XI – DURATION AND DISSOLUTION

1. The duration of BESF is perpetual.
2. The enabling act (Article XIV Beta Standing Rules, attached here) shall not be subject to revision or amendment. The act shall become void only upon the dissolution or liquidation of Beta Educational Scholarship Foundation as provided for in the Bylaws of said Foundation.
3. In the event of dissolution of BESF, its assets shall be distributed exclusively to the Educational Foundation of The Delta Kappa Gamma Society International, which qualifies under Section 501(c)(3) of the Internal Revenue Code.

CERTIFICATION These bylaws were approved via an electronic meeting of the Board of Directors by a majority vote on October 28, 2014.

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ARTICLE XIV, Beta Chapter THE BETA EDUCATIONAL SCHOLARSHIP FOUNDATION: AN ENABLING ACT

1. As a means of furthering the educational purposes of Beta Chapter, consent is given to the establishment and operation of a nonprofit corporation, under the Alaska Non-Profit Corporation Act, named Beta Educational Scholarship Foundation (Herein BESF). BESF will operate as a 501(c)(3) public charity under provisions of the Internal Revenue Code as it presently exists or shall hereafter be in effect.
2. BESF officers and directors shall be elected according to the Bylaws of BESF.
3. Members of Beta Chapter shall be members of BESF. No membership fee shall be required.
4. Consent is given for annual meetings of BESF to occur during a regularly scheduled Beta Chapter meeting.
5. This enabling act shall not be subject to revision or amendment. The act shall become void only upon the dissolution or liquidation of the Beta Educational Scholarship Foundation as provided for in the Bylaws of BESF.

History of Bylaws

Adopted: October 28, 2014

Amended: December 11, 2014

Amended: December 16, 2014

Amended: March 24, 2015

Amended: August 30, 2015

Amended: April 2, 2016

Amended: May 23, 2017

Amended: September 7, 2017

Amended: October, 2018 (Proper date will be provided after member vote. They've voted, and now you need to vote on it all. The date will then be in Nov.)