1 **SIGMA XI, THE SCIENTIFIC RESEARCH SOCIETY**
2 **CONSTITUTION OF THE SOCIETY**
   With proposed amendments shown by *insertions* (underlined) and *deletions* (struck out)

3 **ARTICLE I. Name, Object and Activities of the Society**

4 The name of this Society is SIGMA XI, THE SCIENTIFIC RESEARCH SOCIETY. The Society is an honor society, and its motto is: "Companions in Zealous Research," from the Greek words, Σπουδον Ξυνονεσ (Spoudon Xynones). The object of this society is to encourage original investigation in science, pure and applied.

5 The fields of activity of the Society are the pure and applied natural sciences. In general, these include the physical sciences, the life and agricultural sciences, the earth sciences, the medical sciences, mathematics and engineering. The activities of the Society shall be those appropriate to the object of the Society and particularly those set forth in the Bylaws.

6 No part of the net earnings of the Society shall inure to the benefit of any individual including, without limitation, the directors, officers, or members of the Society, except as reasonable compensation for services actually rendered to the Society in effecting one or more of its purposes. No significant part of the activities of the Society shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Society shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

7 Upon dissolution or termination of the existence of the Society, all of its property and assets shall, after payment of the lawful debts of the Society and the expenses of its dissolution or termination, be delivered, conveyed, and paid over to such organization or organizations at the time exempt under the provisions of Section 501 (c)(3) of the Internal Revenue Code, as now or hereafter amended, as the Board of Directors shall determine.

8 **ARTICLE II. Membership in the Society**

9 Section 1. **Active and Inactive Membership.** The Society consists of active and inactive members. Active members may be affiliated
with a chapter. If not so affiliated, active members shall be enrolled in the Membership-at-Large. Any inactive member may become an active member at any time by payment of current dues.

Section 2. Members and Associate Members. The membership of the Society is divided into Members and Associate Members, each of whom shall have taken the Pledge of the Society. Such membership shall be attested by a suitable certificate. Members and Associate Members are elected or promoted to membership by a chapter or by a committee designated by the Board of Directors. Associate Members have all of the privileges of Members, except for such restrictions as are specifically stated in this Constitution or in the Bylaws of the Society, or in the bylaws of the chapter with which the member is affiliated.

Section 3. Requirements for Election or Promotion to Membership. A. Member. Any individual who has shown noteworthy achievement as an original investigator in a field of pure or applied science is eligible for election or promotion to full membership in the Society.

B. Associate Member. Any individual who has through initial research achievement in a field of pure or applied science shown aptitude for research which is expected in due course to lead to the fulfillment of the requirements for full membership, is eligible for election to associate membership in the Society.

C. Procedures for Nomination, Election, Promotion and Transfer. Procedures to be followed for the nomination and election to membership or associate membership, for promotion from Associate Member to Member, for transfer between active and inactive status, for Life Membership and for transfer to emeritus status are set forth in the Bylaws.

Section 4. Honorary Members. Notwithstanding any other provisions of this Constitution, the Board of Directors, by a two-thirds majority vote, shall have the power to elect Honorary Members of the Society. Those nominated for such membership shall be distinguished individuals, not otherwise eligible for membership, who have served science, or the Society, in a manner or to a degree that merits such recognition. Not more than two Honorary Members may be elected in any one year. They shall hold membership for life without payment of dues or fees; and shall have all the privileges of other active Members, except that they shall not vote nor hold office in the Society.
ARTICLE III. Organization of the Society

Section 1. Chapters. (i) The organizational units of the Society are chapters. The chapters participate in the governance of the Society in the manner and to the extent set forth in the Constitution and Bylaws, which in turn govern the acts, duties, responsibilities and privileges of the chapters and the members. Chapters may adopt such bylaws as are appropriate for their governance, provided such bylaws do not conflict with the Constitution and Bylaws of the Society. Procedures governing the establishment and conduct of chapters and for the affiliation of active members therewith are set forth in the Bylaws.

(ii) The membership-at-large participates in the governance of the Society in the manner and to the extent set forth in the Constitution and Bylaws.

Section 2. The Assembly of Delegates. A. Governance. The governance of the Society rests in the active membership and the active chapters. The active membership participates in the governance of the Society through election of Officers of the Society and Members of a Board of Directors of the Society as hereinafter provided. The active chapters and membership-at-large participate in the governance of the Society through representation in an Assembly of Delegates at which the chapters and the membership-at-large are entitled to representation as hereinafter provided.

Section 3. Officers of the Society. A. Officers. The officers of the Society shall be a President, a President-elect, an Immediate Past President, a Treasurer and an Executive Director.

B. Electing Officers. Officers, other than the Executive Director, duly nominated, shall be elected by a plurality vote of the Assembly of Delegates active membership following procedures set forth in the Bylaws. Terms of office shall commence on 1 July of the year next following election, and shall continue for a period of one year for the President, four years for the Treasurer, or until their successors have been elected and qualified.

C. Succession. Upon the expiration of the term of the President, the President-elect shall become the President.
become the Immediate Past President and the Immediate Past President shall become the most recently retired President.

D. **Vacancies.** Vacancies in the Office of President, President-elect, Immediate Past President or Treasurer shall be filled in a manner prescribed in the Bylaws.

E. **Recall.** Any incumbent Officer or Director, other than the Executive Director, of the Society may be removed from office by a recall election. A recall election must be carried out upon receipt by the Executive Director of a petition endorsed by no less than 5% of the active membership or by no less than 5% of the active chapters. A petition for recall must include a slate of at least one candidate for each incumbent officer and/or director recalled. The candidates submitted to the active membership must include the candidates named in the petition. Each incumbent officer being recalled may, at the option of the incumbent officer, be included in the slate of candidates submitted to the active membership for election. A recall election shall be carried out following procedures prescribed in the Bylaws.

Section 4. **Board of Directors.**

A. **Membership.** The Society shall have a Board of Directors consisting of the following Directors: President, President-elect, Immediate Past President, Treasurer, Executive Director (without vote), and twelve to fifteen additional Directors nominated and elected by the active membership as set forth in the Bylaws.

B. **Electing Directors.** Directors shall be elected in conjunction with the Assembly of Delegates following procedures set forth in the Bylaws. Terms of office of Directors shall commence on 1 July of the year next following election and shall continue for a period of three years, or until their successors have been elected and qualified.

C. **Duties of the Board of Directors.** The Board of Directors shall manage the activities, property and affairs of the Society, subject to the direction of, and in accordance with, policies established by the Assembly of Delegates. Without limiting the generality of the foregoing, it shall be the particular duty of the Board of Directors to: consider and act on granting and revoking charters for chapters and determine questions of eligibility for membership in the Society where there is doubt regarding eligibility.

Section 5. **Executive Committee of the Board of Directors.**

A. **Membership.** The Board of Directors shall have an Executive Committee consisting of the President, President-elect, Immediate Past President, Treasurer, and two other Directors selected in
accordance with the provisions of the Bylaws.

B. **Duties.** Duties of the Executive Committee of the Board of Directors are set forth in the Bylaws.

Section 6. **Committees of the Society.** The Society shall have a Committee on Finances, a Committee on Audit Review, and a Committee on Nominations, and such other committees as are established by the Board of Directors. Procedures governing the establishment and activities of committees are set forth in the Bylaws.

Section 7. **Meetings of the Board of Directors, its Executive Committee, and Committees.** Meetings of the Board of Directors shall be held not less than twice annually, while the Executive Committee and other committees shall meet as required. Meetings of the Board of Directors and of its Executive Committee shall normally be called by the President, but may be called by any other officer. Meetings of a committee shall be called by the Chair, after consultation with the Executive Director, but may be called by any officer after consultation with the Committee Chair. Notice of a meeting shall be given as provided for in the Bylaws, and the Society shall reimburse directors, committee members and officers for all reasonable expenses actually incurred in attending such meetings.

Section 8. **Restriction on Membership.** Only active, full Members are eligible for office or membership on committees.

Section 9. **The Executive Director.** The Board of Directors, upon the recommendation of its Executive Committee, shall appoint the Executive Director to serve without term. Such appointment may be terminated at any time by either party, provided that such termination shall in no way impair such contract obligations, if any, as are in effect between the two parties. Duties and responsibilities of the Executive Director are set forth in the Bylaws.

Section 10. **Assembly of Delegates**

**A. Duties and Responsibilities.** The duties and responsibilities of the Assembly of Delegates shall be to approve all policies for the operation of the Society. The policies shall include the Bylaws in accordance with ARTICLE VII.
Delegates shall be convened annually in conjunction with the Society's Annual Meeting which shall be held at such time and place as may be determined by the Board of Directors. Notice of each Annual Meeting and the Assembly of Delegates shall be given to each chapter by letter, and also by announcement in the official journal of the Society at least 60 days prior to convening of the Assembly of Delegates.

C. Selection of Delegates. (i) By Chapters. Each chapter shall be entitled to be represented by not more than three delegates at the Assembly of Delegates. Such delegates shall be selected from among the Members of the chapter and certified by the president or the secretary of said chapter except that a chapter unable to appoint any or all of the delegates to which it is entitled from among its own Members may appoint Members of other chapters.

(ii) For the Membership-at-Large. The membership-at-large is entitled to be represented at the Assembly of Delegates. The manner of this representation shall be set forth in the Bylaws.

D. Limitation of Delegates. No delegate may represent more than one chapter at an Assembly of Delegates, nor shall a delegate representing the membership-at-large also represent a chapter.

E. Board Members. Each member of the Board of Directors in attendance at the Annual Meeting, but not designated as an accredited delegate of a chapter or the membership-at-large shall be accredited as a delegate, without vote, and as such shall have the privileges of the floor in the Assembly of Delegates or in a caucus.

F. Quorum and Voting. At any session of a duly called Assembly of Delegates the accredited delegates present shall constitute a quorum for the transaction of business. All accredited delegates shall have the privileges of the floor to discuss any matter before the Assembly. Proponents and opponents shall be allotted equal time subject only to the limitations of debate deemed necessary by the presiding officer. When voting, each chapter represented by one to three accredited delegates is entitled to cast one vote while each of the delegates representing the membership-at-large is entitled to cast one vote on each issue before the Assembly of Delegates, hereinafter in this Constitution and in the Bylaws referred to as a "vote of the Assembly of Delegates."

Section 10. The Corporation. The management of the property, affairs and the business of the Society is vested in a corporation
known as SIGMA XI, THE SCIENTIFIC RESEARCH SOCIETY, INCORPORATED, hereinafter and in the Bylaws referred to as the Corporation. The Board of Directors of said Corporation shall be identical with that of the voluntary association known as Sigma Xi, The Scientific Research Society, herein and in the Bylaws referred to as the Society.

208 ARTICLE IV. **Dues and Expenses of the Society**

209 Section 1. **Dues and Fees.** Annual dues, life membership fees, initial fees, promotion fees and necessary assessments upon the active membership shall be recommended by the Board of Directors to, and authorized by, the Assembly of Delegates. Chapters may set additional local dues and collect them directly or through the Treasurer of the Society. Further provisions with regard to dues and fees are set forth in the Bylaws.

216 Section 2. **Authority for Payment.** The Executive Director and the Treasurer are authorized to sign vouchers on behalf of the Society in payment of proper expenses of the Society.

219 Section 3. **The Society’s Year.** The Society’s Year shall commence on 1 July of each year and terminate on 30 June of the succeeding year.

222 ARTICLE V. **Motto, Seal and Insignia of the Society**

223 The Motto of the Society is set forth in Article I of this Constitution. The Monogram of the Society shall be the Greek letter S (Sigma) superimposed on the Greek letter X (Xi). The Seal of the Society shall incorporate the monogram and the motto, and is described in the Bylaws. The insignia of the Society are described in the Bylaws.

228 ARTICLE VI. **Amendment of the Constitution**

229 Until November 24, 2008 this Constitution may be amended by a two-thirds majority vote of the Assembly of Delegates, provided that the amendment has first been considered by the Board of Directors and is presented, together with its recommendation for approval or disapproval, to the chapters not less than 60 days prior to the convening of the Assembly of Delegates at which it is to be considered. The publication of the proposed amendment in the official journal of the Society shall constitute full notice as required by this Article. An exception to this procedure may be made in the case of a minor modification proposed from the floor of the Assembly of Delegates and adopted by a two-
Beginning November 24, 2008 this Constitution may be amended only by a vote of the active membership, provided that the amendment has first been presented to the Board of Directors and is presented, together with the recommendation of the Board for approval or disapproval, to the active membership not less than 60 days prior to the vote. The publication of the proposed amendment in the official journal of the Society or on the Society web site shall constitute full notice as required by this Article. Adoption of an amendment shall occur only upon the receipt of votes from 20% of the active membership, a majority of the votes received being in favor of the amendment.

242 ARTICLE VII. Bylaws

243 Bylaws as necessary for the proper governance of the Society may be enacted or modified by the vote of two-thirds of the members of the Board of Directors entitled to vote, to become operative not less than 90 days after adoption provided that such Bylaws do not in any way modify or conflict with this Constitution and that the active membership and each chapter shall have been advised of the amendment to the Bylaws within 30 days after its adoption, and further provided that, if more than 1% of the active membership or more than one chapter shall object in writing to the Executive Director within 90 days after its adoption, said amendment shall be held in abeyance until the next Assembly of Delegates, at which time a majority vote of the Assembly of Delegates shall be required for its adoption and for it to become immediately operational. Publication in the official journal or the web site of the Society shall constitute having advised the active membership and the chapters of Bylaws adoption or amendment. Bylaws, or amendments to existing Bylaws, that are required as a consequence of changes in the Constitution may be enacted by a majority vote of the Assembly of Delegates at the time that the change in the Constitution is approved by the Assembly. The proposed changes in the Bylaws shall have received prior consideration by the Board of Directors and shall be presented to the chapters with the relevant proposed amendment to the Constitution, in the manner prescribed in Article VI. shall be made by the Board of Directors consistent with the other provisions of this article.