



Constitution of the Joint Senate of the Dialectic and Philanthropic Societies of the University of North Carolina at Chapel Hill

August 22nd, 2022

Preamble

WE, the members of the Dialectic and Philanthropic Societies, in order to promote the ideals of our Societies, namely:

To stimulate and advance interest in parliamentary discussion,

To encourage public speaking, culture, and the arts,

To facilitate a free interchange of ideas,

To encourage rational thought,

To promote the welfare of the University of North Carolina at Chapel Hill, and

To promote the study of the history of this University,

Do ordain and establish this Constitution for the Joint Senate of the Dialectic and Philanthropic Societies.

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Article I: Name.

Section 1. Name. This organization shall be known as the Joint Senate of the Dialectic and Philanthropic Societies at the University of North Carolina at Chapel Hill. Whenever confusion arises, it may be referred to as the Joint Senate, DiPhi, the Societies, or the Di and Phi Societies.

Section 2. Motto. The motto of the Joint Senate shall be "Ad Virtutem, Libertatem, Scientiamque," which, in English, means "Towards Virtue, Liberty, and Knowledge."

Section 3. Official Colors. The official colors of the Joint Senate shall be Di Blue (Defined as HTML code: #99BADD, RGB code: R: 153 G: 186 B: 221, or HSV: 210.88° 30.77% 86.67%) and Phi White (Defined as HTML code: #FFFFFF, RGB code: R: 255 G: 255 B: 255, or HSV: 0° 0% 100%).

Article II: Purpose.

Section 1. Mission. The mission of the Joint Senate is to encourage participation in parliamentary discussion and promote the welfare of these Societies and the University of North Carolina at Chapel Hill.

Section 2. Purpose. The purpose of the Societies shall be defined as the diligent pursuance by all members of the ideals in the Preamble of this Constitution.

Article III: Membership

Section 1. Membership. The Joint Senate is a membership organization and shall therefore grant membership to such individuals as it deems are worthy of such an honor.

The Joint Senate shall have the following forms of Membership:

- (a) Student;
- (b) Associate;
- (c) Alumni; and
- (d) Honorary.

Section 2. Procedure. The Joint Senate may at any time adopt further rules and procedures concerning membership. Such rules must be outlined in the Statutory Code.

Section 3. Rights of Members. For all purposes, including, without limitation, for purposes of this Constitution, membership in the Joint Senate shall mean that a person has been conferred all the rights entitled to a member of the organization as laid out in this Constitution and by the Statutory Code of the Joint Senate.

Section 4. Termination. Termination of membership shall automatically terminate the rights of such person as a member of the Joint Senate.

Section 5. Restrictions. Members of the Joint Senate shall only be a member of one Literary Society which operates in Chapel Hill, North Carolina.

Article IV: Officers

Section 1. Officers. The members of the Joint Senate shall nominate and elect a President, President Pro Tempore, Critic, Clerk, Treasurer, Sergeant-At-Arms, and Historian.

Section 2. President. The duties of the President shall include, but are not limited to, planning and coordinating, facilitating discussions, appointing committee members, and coordinating activities of the Joint Senate.

Section 3. President Pro Tempore. The duties of the President Pro Tempore shall include, but are not limited to, serving as the parliamentarian of the Societies and serving as President in the absence of the President.

Section 4. Critic. The duties of the Critic shall include, but are not limited to, preparing the programs of the Societies, providing critiques of members works be it written or oral, and moderating discussion.

Section 5. Clerk. The duties of the Clerk shall include, but are not limited to, acting as secretary and recording minutes of all meetings of the Joint Senate, providing notice of meetings of the Joint Senate, and overseeing all external communication.

Section 6. Treasurer. The duties of the Treasurer shall include, but are not limited to, preparing the annual budget, auditing the expenses of the Joint Senate, and presenting an annual report to the Finance Committee.

Section 7. Sergeant-At-Arms. The duties of the Sergeant-At-Arms shall include, but are not limited to, maintaining accurate membership rolls, maintaining order in the chamber, and overseeing the upkeep of the Chambers.

Section 8. Historian. The duties of the Historian shall include, but are not limited to, ensuring all documents and historical records are properly kept, documenting the activities of the Joint Senate, and educating the members on the history of the Societies.

Section 9. Terms of Officers. All Officers shall serve a term equivalent to the period between the last meeting of the regular session during which they were elected and the last meeting of the next regular session.

Section 10. Vacancy. If a confirmed vacancy of an Officer position occurs, then the Joint Senate shall elect a new Officer who will remain in that position for the remainder of the term.

Section 11. Powers. The Officers of the Joint Senate shall have such powers, authority and responsibilities in the management of the Societies as shall be provided in this Constitution or by decision of the Joint Senate, which is not inconsistent with the Constitution, Statutory Code and, to the extent not so stated, as generally are incident to their respective offices, subject to the direction and oversight of the Executive Committee. Officers shall also have and perform such powers, authority, and responsibilities as the Executive Committee may from time to time determine, provided that such directed

powers, authority, and responsibilities are not inconsistent with these Constitution or laws enacted under its authority.

Section 12. Resignation. Any Officer may resign at any time upon written notice to the Executive Committee or to such person or persons as the Executive Committee may designate. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Section 13: Qualifications.

- (a) Any member that wishes to be nominated for Office of President or Treasurer must be a fee-paying, full-time, registered student of The University of North Carolina at Chapel Hill with a minimum of a 2.5 cumulative GPA.
- (b) Any Member that wishes to be nominated for the Office of President must have been a member of the Societies at the beginning of the first regular meeting of the current regular session and at the beginning of the previous regular session.
- (c) Any Member that wishes to be nominated for the Office of President Pro Tempore must have been a member of the Societies at the beginning of the first regular meeting of the current regular session.

Article V: Deputy Officers

Section 1. Deputy Officers. The positions that can be appointed by elected officers other than the President shall be known as the deputy offices.

Section 2. General Duties. Deputy officers shall assist the appointing Officer in the performance of any of their duties.

Section 3. Recensioner. The Critic may appoint a Recensioner.

Section 4. Correspondent. The Clerk may appoint a Correspondent.

Section 5. Curator. The Sergeant-At-Arms may appoint a Curator.

Section 6. Archivist. The Historian may appoint an Archivist.

Section 7. Qualifications. Any Senator who does not hold an elected Office may be appointed to serve as a Deputy Officer.

Section 8. Terms of Officers. All Deputy Officers shall serve conterminously with the term of the Officer which appointed them.

Section 9. Resignation. Any Deputy Officer may resign at any time upon written notice to the Officer which appointed them. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Article VI: The Individual Societies

Section 1. Unity. The Individual Societies are the component bodies of the Joint Senate but shall not be constructed as legal entities separate from the Joint Senate.

Section 2. Devolution. Each Society may establish such laws as it wishes for the regulation of its affairs, subject to the supreme authority of the Joint Senate, and shall adopt no provisions contrary to the laws of the Joint Senate. This Constitution, and the Laws enacted under its authority; shall be the supreme Law; and the Officers and members in each Society shall be bound thereby.

Section 3. Society Officers. Each Society may create and fill such offices as it wishes, but must have a presiding officer. This presiding officer shall have the duty of representing that Society before the Joint Senate and all other organizations.

Section 4. Dissolution. If and when a motion is made to dissolve the Joint Senate of the Dialectic and Philanthropic Societies and to return to the two separate Societies, it shall be necessary for this motion to be supported by a majority of the total membership in each Society. Failure to obtain such majorities shall make any such resolution of dissolution null and void. Should any members of a Society separate themselves despite the failure of motion of dissolution, the remaining members may, at the discretion of the presiding officer of the other Society, continue as a rump Senate.

Section 5. Committee. If a resolution of dissolution is successfully passed, it shall not take effect until a committee composed of an equal number of members from each

Society and elected by a majority vote of each Society determines the legality, feasibility, and practicality of the dissolution of the Joint Senate, particularly as regards membership and property rights.

Section 6. Property. All funds and property received by or coming into the custody or possession of a Society are the property of the Joint Senate to be expended or applied only for purposes authorized by this Constitution.

Section 7. Oversight. The Executive Committee shall have overall responsibility and authority to oversee and provide oversight of the conduct, business, and affairs of the individual Societies.

Article VII: Executive Committee

Section 1. Powers. The Executive Committee is the caretaker body of the Joint Senate charged with preliminary consideration of matters and consideration of matters when it is not practicable for the Joint Senate to do so. In furtherance and not in limitation of the foregoing, the Executive Committee shall, subject to any limitations in the Constitution, or as may otherwise be provided by applicable law, have the power, authority, and responsibility to:

- (a) oversee succession planning for Officers;
- (b) provide oversight of the financial stability of the Societies;
- (c) assist in ensuring the inclusiveness and diversity of the Societies;
- (d) monitor through evaluations the effectiveness of the governance practices under which the Societies operates and make changes as needed; and

(e) exercise such other powers, authority, and responsibilities as may be set forth in this Constitution or as may be otherwise determined by the Joint Senate.

Section 2. Members. The Executive Committee shall be composed of the President, President Pro Tempore, Critic, Clerk, Treasurer, Sergeant-At-Arms, Historian, and the Society presiding officers.

Section 3. Meetings. Regular meetings of the Executive Committee may be held at such times and at such places as the President Pro Tempore shall from time to time determine. Special meetings of the Executive Committee may be held at such times and at such places whenever called by the Clerk upon the written direction of any three Officers.

Section 4. Quorum. A majority of the entire Executive Committee shall constitute a quorum for the transaction of business at any meeting of the Executive Committee, and the vote of a majority of the Officers present at any meeting at which a quorum is present shall be the act of the Executive Committee. Voting by proxy is not allowed at any meeting of the Executive Committee.

Section 5. Rules. The Executive Committee may adopt such rules, regulations, and policies not inconsistent with applicable laws or this Constitution for the conduct of its meetings.

Section 6. Chair. The Chair shall be the President Pro Tempore and, when present, shall preside at meetings of the Executive Committee.

Section 7. Vice-Chair. The President shall be the Vice-Chair. In the absence of the Chair, the Vice-Chair shall discharge the duties and responsibilities of the Chair.

Section 8. Secretary. The Clerk shall act as a secretary and take minutes of all meetings. The Clerk shall see that all notices of meetings of the Executive Committee are duly given and that agendas and other relevant documents are distributed.

Section 9. Action without Meeting. Any action required or permitted to be taken by the Executive Committee may be taken without a meeting if a majority of the members of the Executive Committee individually or collectively consent in writing to such action.

Section 10. Oversight. All actions of the Executive Committee shall be reported to the Joint Senate at the first available opportunity.

Article VIII: Standing Committees

Section 1. Standing Committees. The standing committees of the Societies shall be the Membership, Diversity, Programs, Social, Finance, Constitutional, Alumni Relations, and White & Blue. There shall be a Chair and at least two other members appointed by the President to each committee.

Section 2. Membership Committee. The Membership Committee shall be charged with finding prospective members and making them acquainted with the purposes and goals of the Societies as well as the qualifications for membership.

Section 3. Diversity Committee. The Diversity Committee shall be charged with increasing the accessibility and inclusivity of DiPhi through initiating actions and discussions concerning underrepresented groups.

Section 4. Programs Committee. The Programs Committee shall be chaired by the Critic and charged with proposing, and, upon the Societies' approval and in coordination with the President, developing and enacting program activities for the Societies during regular meetings as well as for such programs and activities outside the regular meetings as the Societies shall approve.

Section 5. Social Committee. The Social Committee shall be charged with strengthening the bonds of amity by coordinating social events and gatherings.

Section 6. Finance Committee. The Finance Committee shall have the Treasurer as a member, but not as chair, and shall be charged with overseeing the finances of the Societies, and developing and proposing means of revenue.

Section 7. Constitutional Committee. The Constitutional Committee shall be chaired by the President Pro Tempore, and shall be charged with handling constitutional matters for the Joint Senate, and the drafting and maintaining of the Statutory Code of the Joint Senate.

Section 8. Alumni Relations Committee. The Alumni Relations Committee shall be charged with maintaining the Societies' relations with their alumni. The Alumni Relations Committee shall communicate regularly with the body of Alumni and call upon Alumni for added help.

Section 9: The White & Blue. The White & Blue shall be charged with maintaining the White & Blue newsletter as an outlet of creative expression, independent journalism, and promotion of the literary merit of the works of the members of the Joint Senate.

Article: IX: Reserved Powers of the Joint Senate

Section 1. Legislation. The Societies may pass at any time such legislation as they shall deem necessary for their continued operations

Section 2. Veto Power. The Joint Senate may by majority vote overturn the decision of any Officer or Committee be it standing or special at any meeting. This shall extend to all decisions of the Executive Committee.

Section 3. Reserved Powers. The powers not delegated by the Constitution, nor prohibited by it, are reserved to the Joint Senate.

Article X: Meetings

Section 1. Sessions. The Societies shall meet in two sessions yearly, the first session being the fall semester, and the second session being the following spring semester. The summer session shall be designated a Special Summer Session.

Section 2. Regular Meetings. The Societies shall meet regularly every week in the collegiate year, the first meeting of each session convening not later than the third week of the semester.

Section 3. Special meetings of the Senate may be called at the discretion of the:

- (a) President
- (b) A majority vote of the Executive Committee, or
- (c) by a petition containing the signatures of not less than twenty-five percent (25%) of the Senators of the Societies. Such petition must be submitted to the Clerk for it to be effective.

Section 4. Voting. In matters requiring a vote at the Joint Senate, each member is entitled to one vote, and voting on all matters may be conducted by voice, mail, telephone, telegram, cablegram, electronic mail, or any other means of electronic, telephonic, or written transmission, provided that:

- (a) the person voting shall state, or submit information from which it can be determined, that the method of voting chosen was authorized by such person, and
- (b) such means of voting shall have been determined by the President to be advisable for the Joint Senate.

Section 5. Quorum. A quorum shall be considered present at any meeting of the Joint Senate if fifty percent plus one (50%+ 1) of the total members are present at or prior to the time such meeting is convened.

Section 6. Business. At any meeting of the Joint Senate, only such business shall be conducted as shall have been properly brought before the Joint Senate, including the nomination and election of Officers.

Section 7. Agenda Setting. For any matter to be properly brought before any meeting of the Joint Senate, the matter must be:

- (a) Specified in the notice of the meeting given by or at the direction of the President, or
- (b) Otherwise brought before the Joint Senate in accordance with such rules and procedures as are adopted by the Joint Senate.
- (c) Members shall have the right to petition the President for the presentation of a matter before the Joint Senate. Such a petition must have a number of signatures equal to ten percent (10%) of the total membership of the Joint Senate.

Section 8. Action without Meeting. Any action required or permitted to be taken by the Joint Senate may be taken without a meeting if a majority of the members of the Joint Senate individually or collectively consent in writing to such action.

Article XI: Finances

Section 1. Financial Institutions. The funds of the Society shall be deposited in such banks or other financial institutions as may be designated by the Joint Senate or the Treasurer.

Section 2. Lending. The Societies shall not lend money to or guarantee the obligation of any Officer of the Societies.

Section 3. Payments. All checks, drafts, or other orders for the payment of money shall be signed by such Officer or Officers or such other person or persons as the Joint Senate may from time to time designate.

Section 4. Contracts. All contracts, notes, or other evidences of indebtedness and leases of space for the Societies shall be signed by such Officer or Officers or such other person or persons as the Joint Senate may from time to time designate.

Section 5. Fiscal Year. The fiscal year of the Societies shall be from July 1st to June 30th.

Article XII: Disciplinary Actions

Section 1. Suspension. The Executive Committee by a two-thirds (2/3) vote may suspend the powers, authority, and responsibilities of any Officer for no longer than two (2) regular meetings to permit the Joint Senate a reasonable opportunity to consider and act upon a bill relating to the reinstatement, further suspension, or impeachment of such person.

Section 2. Impeachment. The Joint Senate shall have the power to impeach and remove from office Officers upon a two-thirds (2/3) vote in the affirmative of members present. Grounds for the impeachment of officers shall consist of nonfeasance, misfeasance, or malfeasance of duty.

Section 3. Expulsion. The Joint Senate shall have the power to expel a member of the Societies upon a two-thirds (2/3) vote in the affirmative of members present. Grounds for expulsion from the Societies shall consist of dereliction of duty, conduct unbecoming of a Senator, or malicious behavior.

Section 4. Details. The details of disciplinary actions shall be regulated by the Statutory Code of the Joint Senate.

Section 5. Further Actions. The Statutory Code may describe further forms of discipline not expressly stated in the Constitution.

Section 6. Presiding Officer. If the President is the subject of a disciplinary bill the President-Pro Tempore shall preside. In all other cases the President shall preside. The President shall retain the privilege of yielding the Chair to any other Senator for the duration of the disciplinary hearing. Such Senator shall not be the subject of the disciplinary bill.

Section 7. Confidentiality. All documents related to disciplinary action shall be kept secret and all meetings related to disciplinary actions shall be conducted in executive sessions.

Article XIII: Miscellaneous Provisions

Section 1. Statutory Code. The Societies, including all Sub-Divisions thereof, and the Officers, volunteers, agents, and Senators thereof shall comply fully with all applicable provisions of the Statutory Code of the Joint Senate.

Section 2. Severability. The Constitution of the Societies shall be severable.

Section 3. Records. The Joint Senate shall keep as permanent records minutes of all meetings. The Joint Senate shall keep a copy of the following records at its principal office:

- (a) Articles of Incorporation or restated Articles of Incorporation and all amendments to them currently in effect;
- (b) This Constitution and all amendments to them currently in effect;
- (c) Minutes and records described for the past three (3) years;
- (d) A list of the names of its current Officers; and
- (e) A copy of the most recent filings with the State of North Carolina and Internal Revenue Service.

Section 4. Assets. All the assets of the Joint Senate are irrevocably dedicated to purposes of the Societies, and no interest therein shall ever inure to the benefit of any member of the Executive Committee, Officer, member, or private person or entity. In the event of dissolution, the assets shall be transferred for charitable purposes or to such entity as may be designated by the Executive Committee.

Section 5. Suspension. The Constitution may not in whole or in part be suspended at any time.

Article XIV: Amendments

Section 1. Amendments. This Constitution may be amended, repealed, or changed at any regular or special meeting of the Constitutional Committee by the affirmative vote of two-thirds (2/3) of the members present of the Constitutional Committee provided

that notice containing the general effect and intent of the proposed amendments has been given to all members of the Constitutional Committee at least three (3) days prior to such meeting. In order for the amendment, repeal, or change to be effective, it must then be approved by the Joint Senate at any regular or special meeting of the Joint Senate by the affirmative vote of two-thirds (2/3) of the Senators present provided that notice containing the general effect and intent of the proposed amendments has been given to all Senators of the Joint Senate at least three (3) days prior to such meeting

Article XV: Ratification

Section 1. Ratification. This Constitution shall become law of the Joint Senate of the Dialectic and Philanthropic Societies upon its adoption by a two-thirds (2/3) vote of the members present and shall supersede all previous Constitutions of either Society or of the Joint Senate.

Section 2. Adoption. This Constitution has been adopted as the Constitution of the Joint Senate of the Dialectic and Philanthropic Literary Societies. We, the undersigned, are all of the Officers of the Joint Senate, and we consent to, and hereby do, adopt the foregoing Constitution, consisting of the nineteen (19) preceding pages, as the Constitution of the Societies.

ADOPTED and APPROVED by the Joint Senate on this 22nd day of August 2022.

Signature of the President:

X

Valerie Calvo

President of the Joint Senate

Signature of the President Pro Tempore:

X

Marie Thorn

President Pro Tempore of the Joint Senate

Signature of the Critic:

X

Jackson Meade

Critic of the Joint Senate

Signature of the Clerk:

X

Nathaniel Schue

Clerk of the Joint Senate

Signature of the Treasurer:

X

Anna Christ

Treasurer of the Joint Senate

Signature of the Sergeant-At-Arms:

X

Gianluca Ciuffreda

Sergeant-At-Arms of the Joint Senate

Signature of the Historian:

X

Maddux Vernon

Historian of the Joint Senate

Signature of the President of the Dialectic Literary Society:

X

Logan Grodsky

President of the Senate of the Dialectic Society

Signature of the Speaker of the Philanthropic Literary Society:

X

Alex Rhinehalt

Speaker of the Assembly of the Philanthropic Literary Society