

Pi Epsilon
The National Environmental Sciences Honor Society

Bylaws

Article 1: Dues and fees

- I. Local chapters may collect annual dues of any amount not to exceed \$25.00 per active member. The amount of the dues collected must be specified in the chapter bylaws.
- II. Lifetime membership fee for new members shall be \$25.00 payable to Pi Epsilon's national office. (Make checks payable to Pi Epsilon.)

Article 2: Conflict of Interest Policy

I. Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest, when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

II. Definitions

- A. Interested Person: Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- B. Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement,
 2. A compensation arrangement with the organization or with any entity or individual with which the organization has a transaction or arrangement, or

3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the organization is negotiating a transaction or arrangement.
- C. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

III. Procedures

- A. **Duty to Disclose:** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- B. **Determining Whether a Conflict of Interest Exists:** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

IV. Compensation

- A. A voting member of the governing board who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- B. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization for services is precluded from voting on matters pertaining to that member's compensation.
- C. Voting members of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, are permitted to provide information to any committee regarding compensation.

V. Periodic Reviews

- A. To ensure the organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-

exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management organizations conform to the organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article 3. Amendments

- I. Proposed revisions and amendments to the national Bylaws must be submitted to the Board of directors in writing.
- II. A copy of the proposed revisions and amendments shall be transmitted to each chapter of the Society for distribution to membership 60 days prior to the vote on the proposed revision(s).