

MOVE TO AMEND the Constitution and Bylaws of P K T Foundation, Inc. by restating Section 3.8 thereof in its entirety as follows (changes over the current document in *italics*):

3.8 **Qualification of Directors.** All Directors shall be natural persons who are 18 years of age or older *and who owe no money to the Active Chapter, any other undergraduate chapter of Phi Kappa Theta Fraternity or to any alumni entity of Phi Kappa Theta Fraternity, including the Corporation.* Directors need not be residents of the State of Georgia. No person elected to serve as a Director shall assume such office and commence such service unless and until such persons shall be duly qualified therefor. Such a director-elect shall not be deemed to be duly qualified to assume the office of and serve as a Director if such assumption or service by the person would violate, or would cause the Corporation to be in violation of, any applicable federal or state law or regulation.

MOVE TO AMEND the Constitution and Bylaws of P K T Foundation, Inc. by restating Section 13.1 thereof in its entirety as follows (changes over the current document in *italics*):

13.1 **Brothers Entitled to Vote.** Individuals meeting each of the following qualifications (each an “Alumnus in Good Standing” and, collectively with all others meeting such qualifications, the “Alumni in Good Standing”) are entitled to vote, whenever these Bylaws allow for a vote of the Alumni in Good Standing:

(a) Categorized as an alumnus under National’s constitution and bylaws;
and

(b) Has paid the dues set forth in **Section 13.2** of these Bylaws for the most recent calendar year.

(c) *No dues debts or amounts owed are outstanding to any undergraduate chapter of Phi Kappa Theta Fraternity not any Phi Kappa Theta alumni entity, including the Corporation.*

Notwithstanding the foregoing, the Class III Directors referenced in **Section 3.2** shall be entitled to vote as Alumni in Good Standing without complying with subsections (a), (b) *or* (c) of this section.

MOVE TO AMEND the Constitution and Bylaws of P K T Foundation, Inc. by adding a new Section 4.13 as follows:

4.13 **Vote Requirement for Extraordinary Expenditures.** The Corporation shall not expend \$25,000 or more in a single transaction or series of related transactions unless such expenditure has been previously approved by act of the Corporation.