



Policy of Transparency and Confidentiality

- Title:** The Phi Kappa Tau Policy of Transparency and Confidentiality
- Enactment:** On November 12, 2023, the National Council of the Phi Kappa Tau National Fraternity enacted the following policy of transparency and confidentiality.
- Purpose:** To solidify and memorialize the Phi Kappa Tau Fraternity’s desire and commitment to always seek and provide transparency in all aspects of Fraternity operations, governance, and conduct, and recognize the need to balance said desire with the critical need for confidentiality of certain types of information.
- Authority:** The National Council shall take such actions as it deems necessary for the proper supervision, management, and administration of the National Fraternity. *See Constitution, art. D, § I, 1 (a).* Between National Conventions the National Council may enact such legislation as it deems necessary for the proper governance of the Fraternity. *See Constitution, art. E, § I.*
- Policy:** The Phi Kappa Tau Fraternity (sometimes referred to herein as the “Fraternity”) embraces the values of accountability and transparency as a matter of ethical leadership, legal compliance, and fraternal brotherhood. Equally so, the brothers of Phi Kappa Tau recognize the need for confidentiality in certain situations. To that end, and to help establish, enhance, and preserve the all-important goal of trust between brothers, a policy of transparency and confidentiality shall be implemented.

Principles of Confidentiality:

1. The desire and mechanisms to provide and maintain transparency between and among brothers shall always be hedged by a never-ending principle that the reputation or character of any person or chapter shall not be unnecessarily disparaged. All effort shall be taken to seek methods of disclosure where necessary or appropriate to remove the possibility of bringing harm to the reputation or character of any person or chapter.
2. Certain items of information are of such a sensitive nature that disclosure must be limited to a “need-to-know” basis and/or only after execution of a



non-disclosure agreement. In this manner, the overriding interests of our brotherhood are protected. As examples, this limitation upon the policy of transparency shall apply to, but not be limited to: information related to ongoing or potential litigation and claims; information pertaining to employees of the Fraternity in connection with their employment; information related to security that could expose the vulnerabilities of the Fraternity, a chapter, a brother, or a related entity; information already subject to a non-disclosure or confidentiality agreement; and/or information concerning ongoing issues where disclosure could negatively impact successful resolution or create legal risk to the Fraternity. In these types of situations, the better part of wisdom and prudence may require delay, redaction and/or other forms of protection from unnecessary disclosure. Limitations upon access to information for any of the reasons described above, that is, because certain items of information are of such a sensitive nature that disclosure must be limited, are to be imposed upon an affirmative one-third vote of the National Council members present at a duly-called meeting of the National Council.

3. Where it is necessary to disclose information or documents via a confidential method (i.e., via a website portal accessible only to initiated members or via email to brothers where notice is given of the need for confidentiality among brothers), all brothers who are given access to information via these methods shall keep confidential such information so as to not detrimentally affect a Fraternity brother, a chapter, and/or the National Phi Kappa Tau Fraternity. In that same vein, no brother shall allow access to such information or documents to any person who is not an initiated brother in the Phi Kappa Tau Fraternity.
4. No private personal identification information or business account identification information shall be disclosed unless there is a compelling reason approved by the National Council.
5. These Principles of Confidentiality are not intended to preclude information being provided to legal counsel for the Fraternity or as required by law.

Principles of Transparency:

1. Methods of Transparency: With deference to the Principles of Confidentiality stated above and within the time periods delineated below, the Fraternity shall provide access to certain types of information to all initiated Fraternity members in good standing, as defined by the Fraternity's Constitution and Statutes.
 - a. Access shall be provided by any one of the following methods:



- i. posting in a private electronic portal accessible only by initiated brothers of Phi Kappa Tau;
 - ii. printing in a public national publication;
 - iii. publicly posting on the Fraternity website; and/or
 - iv. delivering information to brothers via electronic or regular mail following a member's request for a particular item.
 - b. The choice of which method(s) of access shall be used (that is, the methods described in subsections (i) through (iv) above) shall be determined by the Fraternity's Chief Executive Officer, unless otherwise directed by the National Council.
2. Timing of Transparency: The Fraternity shall provide to its members access to the following documents:
 - a. Financial Records Finalized and Approved by the National Council: Budgets, Audits, Financial Reports, Foundation Grant Requests, Foundation Grant Approvals, Loans, and Tax Documents: The Fraternity shall provide access to these listed financial records so long as such record has been finalized and approved by the National Council. Once finalized and approved, access shall be provided no later than ten (10) business days following the expiration of the fiscal quarter in which the document is finalized and approved by the National Council.
 - b. Minutes of National Council Meetings: No later than ten (10) business days following the expiration of a fiscal quarter, the Fraternity shall provide access to minutes of National Council Meetings which were approved by the National Council during the preceding fiscal quarter, provided, however, that matters discussed in Executive Session of a National Council meeting shall not be disclosed.
 - c. Cessation of Fraternal Association & Suspension and/or Closure of Chapters: The Fraternity shall provide access to (a) the fact that a member is no longer associated with the Fraternity, including a member's voluntary decision to no longer associate or affiliate with the Fraternity, and (b) all final decisions to discipline, suspend and/or close an active or associate chapter.
 - i. Such access shall be provided no later than ten (10) business days following the expiration of the fiscal quarter in which the member or chapter's right of appeal has been exhausted, if applicable, provided,



however, that the basis for such decision shall be disclosed only upon an affirmative two-third vote of necessity by the National Convention.

- ii. Disclosure shall not be made of the fact of an allegation made against a brother or chapter under any circumstance. That is, the policy of transparency as to the issues surrounding the cessation of a member or chapter's affiliation shall be limited to the fact of a final decision of a member or chapter's cessation of membership in the Fraternity.
- d. Chapter Status: No later than June 30 of each year, the Fraternity shall provide access to a list of the active status of all Fraternity chapters. The list shall identify
 - i. whether the chapter is open, closed, suspended, or in associate status,
 - ii. the number of initiated undergraduate brothers as of the date of disclosure, and
- e. Awards: No later than ten (10) business days following the expiration of a fiscal quarter, the Fraternity shall provide access to an official award or citation which was approved and disclosed to the recipient during the previous fiscal quarter.
- f. Executive Office and Other Fraternity Personnel: No later than June 30 of each year, the Fraternity shall provide access to a then-current list of employees of the Executive Office and all National Advisors, National Committee Chairmen, National Task Force Chairmen, and Domain Directors. In the event there is a change in any of such personnel, the Fraternity shall provide access to a revised list no later than ten (10) business days following the expiration of the fiscal quarter in which such change occurred.