

## **South Carolina Society of Professional Engineers** **BYLAWS & OPERATING PROCEDURES**

### **STATE SOCIETY MODEL BYLAWS**

#### **PREAMBLE**

Recognizing that service to the public, to the state and to the profession is a fundamental obligation of the professional engineer, the South Carolina Society of Professional Engineers does hereby dedicate itself to the promotion and protection of the professional engineer as a social and economic influence vital to the health, safety and welfare of the community, the state of South Carolina, the United States of America and all mankind.

#### **BYLAW 1 – NAME OF THE ORGANIZATION**

Section 1. The name of this organization shall be the South Carolina Society of Professional Engineers, hereinafter called the Society.

Section 2. The Society is incorporated as a nonprofit organization under the laws of the state of South Carolina.

Section 3. The Society is a member state society of the National Society of Professional Engineers, a national organization of like aims and purposes, hereinafter called NSPE. The Society shall participate actively in all NSPE Meetings and other state/NSPE functions and activities.

Section 4. The Society subscribes to and supports the Code of Ethics of NSPE.

#### **BYLAW 2 - OBJECTIVES**

Section 1. The objectives of this Society shall be to:

- a. Advance and promote the public health, safety and welfare.
- b. Advance the professional, social and economic interests of the professional engineer.
- c. Strive throughout the profession to make licensure more meaningful in terms of acknowledgment of individual achievement in engineering as reflected by education and practice, and encourage all qualified engineers to seek legal status through licensure.
- d. Unite all qualified engineers of the state in one organization.
- e. Stimulate and develop professional concepts among all engineers.
- f. Advance self-education and self-improvement, motivating practicing engineers to upgrade and expand their competence by continuing study.
- g. Develop the civic consciousness of members of the engineering profession, and serve the public good by support of, and cooperation with public officials.
- h. Represent the engineering profession in legislative matters in the interests of the state and the profession.
- i. Promote high standards of engineering education.
- j. Establish and preserve high standards of ethical conduct and practice by members of the profession.
- k. Cultivate public appreciation for the work of the engineer through improved public relations, and provide a forum for effective exchange and advancement of knowledge of matters of concern to the profession.
- l. Assist young people in obtaining reliable information concerning the profession of engineering.
- m. Mentor young engineers and assist them in their career track toward licensure.

#### **BYLAW 3 - MEMBERSHIP**

Section 1. The membership grades shall coincide with those grades as set by NSPE and shall consist of Licensed Member, Member, Graduate Member, Student Member, Grandfathered Member and Honorary Member as defined by the Bylaws of NSPE.

Section 2. All members shall pay annual dues as set forth in the Operating Procedures. A member's dues shall be current, as defined in the Operating Procedures, for the member to receive the privileges and benefits of membership.

Section 3. All members other than Honorary Members and Student Members shall have voting privileges in the Society.

Section 4. All members shall be members of NSPE to continue membership in good standing in the Society.

Section 5. Should the licensure of a member be revoked for any reason, other than retirement from active practice, the person shall automatically cease to be a member of the Society.

Section 6. A member may be disciplined by the Society for cause as provided in the Society's operating procedures. In disciplinary matters, the Board may: (a) authorize joint action with other state societies; (b) waive jurisdiction to another state society; or (c) request the assistance of NSPE where, in the Board's judgment, the circumstances warrant.

#### **BYLAW 4 – OFFICERS and BOARD MEMBERS**

Section 1. The officers of the Society shall consist of the president, vice president, secretary/treasurer, NSPE Delegate and immediate past president.

Section 2. The president, vice president and secretary/treasurer shall be elected for a term of one year.

Section 3. Chapter presidents shall serve on the Board for a term of one year.

Section 4. Eligibility for nomination, election or retention of a position as an elective officer of the Society shall be contingent upon residence or employment in the state and membership in the State Society.

Section 5. The duties of the officers shall be as defined in the operating procedures.

Section 6. The treasurer and the executive director shall provide security, at the expense of the Society, for such amount as may be determined by the Board.

Section 7. The officers shall take office on the first day of the Administrative Year following their election, and shall hold office until their successors have been duly elected and installed.

Section 8. There shall be six Society Directors. Directors shall be elected for three-year terms; two Directors shall be elected annually. A Director shall be limited to serve two consecutive terms.

Section 9. In the event the president becomes unable to serve, the vice president shall succeed the president and complete the term of office of the vacating president. A vacancy occurring in any other position shall be filled through election by the Board. Any vacancy shall be filled for the un-expired term of the officer being replaced.

Section 10. A Delegate to the NSPE House of Delegates shall be elected by the Society to represent the Society at the NSPE House of Delegates Assembly, as set forth in Bylaw 5. This member shall serve as Delegate for a two year term and shall be eligible to serve no more than two consecutive terms.

#### **BYLAW 5 -ELECTIONS**

Section 1. Nominations for elective offices shall be made by the Nominating Committee or by petition signed by 10 percent of the members eligible to vote or 50 such members, whichever is less.

Section 2. The Nominating Committee shall be comprised of the most recent available past president as its chair, and a minimum of two other members as set forth in the operating procedures.

Section 3. The Nominating Committee shall canvass the membership and chapters for candidates for office and shall offer one or more nominations for each office. No one who is a member of the Nominating Committee shall be eligible for nomination to office.

Section 4. The Nominating Committee shall report the names of nominees, together with a brief biographical sketch of each nominee, to the secretary by April 1st.

Section 5. Nominations by petition must be delivered to the secretary by April 1st. Nominees, by petition, may include members of the Nominating Committee.

Section 6. Whenever there is more than one nomination made for any office to be filled, the Secretary shall prepare an official ballot that shall be mailed to each voting member in good standing on or before April 15<sup>th</sup>. The official ballot shall contain a listing of all offices to be filled and the nominations therefore. Voting shall be limited to these nominations for office.

Section 7. Election of officers shall be made annually by a plurality vote on individual letter or electronic ballots sent to all voting members of the Society in good standing. Procedures for collecting and counting ballots shall be defined in the Operating Procedures.

Section 8. Election of the Delegate to the House of Delegates shall be made biannually by a plurality vote on individual letter or electronic ballots sent to all voting members of the Society in good standing, or by such other procedure as determined by the Society Board of Directors. This ballot may be combined with the ballot for the election of Officers.

Section 9. The nominee for each office receiving the greatest number of votes cast for office shall be declared elected for such office. The elected officers shall be known by the title of the office to which elected, with the suffix "elect" until they assume the duties of their respective offices.

#### **BYLAW 6 - ADMINISTRATION**

Section 1. The Officers, Chapter Presidents and Directors will constitute the Board of Directors (Board). The Board shall determine all questions of policy and shall administer the affairs of the Society under these Bylaws, Operating Procedures and the general provisions of the law under which it is incorporated.

Section 2. The latest version of Robert's Rules of Order shall be the parliamentary authority for conducting votes and administering the society.

Section 3. One third of the Board members shall constitute a quorum. An affirmative vote of a majority of the Board members present at any regular or duly called meeting shall be required to pass any motion not inconsistent with the Bylaws of the Society. The president shall vote only when necessary to break a tie.

Section 4. The Board shall have authority to decide upon any question by means of a letter or electronic ballot directed to all members of the Board. Procedures for determining a vote by letter or electronic ballot shall be specified in the Operating Procedures. At any point during the voting period when a ballot is voted up or down by a majority of those eligible to vote, that determination is final.

Section 5. The Board shall direct the investment and care of funds for the Society and shall adopt an annual budget and make appropriations for other specific purposes.

Section 6. No member of the Board shall receive a salary or compensation from the Society, except for expenses incurred on behalf of the Society as approved by the Board.

Section 7. The Board may appoint an executive director, when the financial and other conditions warrant, and fix compensation and define the duties of the office.

Section 8. The administrative and fiscal year of the society shall be the same as the administrative and fiscal year of NSPE.

Section 9. The Board shall determine the location of the Headquarters of the Society.

Section 10. The Board shall develop written Operating Procedures, which shall become effective, be amended or be rescinded upon a majority vote of the Board, unless otherwise indicated by the Board.

#### **BYLAW 7 - MEETINGS**

Section 1. The Society shall hold an Annual Meeting at such time and place as may be selected by the Board, which meeting shall be open to all members and their guests.

Section 2. Special meetings of the Society shall be called by the president, on a two-thirds vote of the Board or upon petition by 50 members of the Society, or 10 percent of the membership, whichever is less.

## **BYLAW 8 - CHAPTERS**

Section 1. The membership of the Society shall be organized into chapters (as determined by the Board). The Board of Directors shall authorize and charter such chapters; defining boundaries as may best serve the members of the Society. Each chapter thus formed shall have a minimum of 10 voting members. All members of the chapter shall also be members of the State Society and NSPE.

Section 2. The Board of Directors shall have authority to make rules and regulations for and decisions affecting the chartering, combining or dissolving of chapters.

Section 3. Each chapter chartered by the Society shall adopt such bylaws for its operation as it may deem proper; provided that nothing contained therein shall conflict with or contravene the Bylaws of the Society. Such bylaws and any changes thereto are subject to approval of the Board.

Section 4. Chapters shall engage only in such activities as are consistent with the objectives of the Society. Such activities shall be restricted to the geographical area, for which the chapter is chartered, except as authorized by the Board.

Section 5. In all matters of local concern not covered by these Bylaws, chapters shall retain full autonomy, but may call upon the Society and NSPE for advice, counsel and assistance.

Section 6. Chapters shall not contract any debt or obligation on behalf of the Society unless expressly authorized by the Board.

Section 7. The fiscal and administrative years of the chapters shall be concurrent with those of the Society.

Section 8. Student members in engineering colleges and universities may be organized into student chapters, as provided in the Operating Procedures.

Section 9. The annual chapter dues shall be determined by the Society as set in the Operating Procedures.

## **BYLAW 9 - PRACTICE DIVISIONS**

Section 1. To further the objectives of the Society, establishment of practice divisions, consistent with those defined by NSPE, is authorized.

Section 2. The Board of Directors may sanction the creation or order the dissolution of practice divisions as provided in the Operating Procedures.

## **BYLAW 10 – YOUNG ENGINEERS’ ADVISORY COUNCIL**

Section 1. To further the objectives of the Society, a Young Engineers’ Advisory Council is authorized. This Council shall be modeled after and consistent with the structure and operation of the NSPE Young Engineers’ Advisory Council.

## **BYLAW 11 - COMMITTEES**

Section 1. Such committees as may be appropriate shall be established as provided in the Operating Procedures.

Section 2. The duties of committees shall be defined by the President and approved by the Board.

Section 3. Appointments to committees shall be made as set forth in the Operating Procedures.

## **BYLAW 12 - AMENDMENTS**

Section 1. Amendments to these Bylaws may be proposed by: (a) a majority vote of the entire Board; or (b) a petition signed by not less than 10 percent of the members of this Society or 50 such members whichever is smaller.

Section 2. An amendment to these Bylaws shall become effective upon the affirmative vote of two-thirds of the Board. A minimum of 15 days must pass between the presentation of the amendment proposal to the Board and the vote to approve or disapprove the amendment proposal.

**BYLAW 13 – SAVINGS CLAUSE**

Section 1. Any article or section of the Bylaws and Operating Procedures found to be in conflict with the NSPE Bylaws shall be null and void. However, this shall in no way invalidate the remaining articles and sections of the Bylaws and Operating Procedures.

**BYLAW 14 - DISSOLUTION**

Section 1. The Society shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of the Society. On dissolution of the Society, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board. Any residual shall be contributed to NSPE.

**BYLAW 15 - EFFECTIVE DATE**

Section 1. These Bylaws shall become effective upon its adoption in the manner prescribed for voting on amendments and thereupon the previous Constitution and/or Bylaws and prior amendments thereto are repealed.

Adopted – June 8, 2006

Last Amended \_\_\_\_\_

## **OPERATING PROCEDURES**

### **OP No. 1 - MEMBERSHIP**

Section 1. Membership applications may be received at either the state Society or NSPE. If submitted to the state Society, the secretary will review the application for eligibility and, if eligible, the application will be forwarded to NSPE.

Section 2. Membership in the Society imposes the obligation to uphold the honor and dignity of the engineering profession. It is therefore required of members to be familiar with ethical and legal standards, to observe them, to aid in preventing violations by others and to be familiar with the Society's policies and procedures relating to handling of alleged violations.

Section 3. Violation of the Society Bylaws, NSPE Bylaws or of the Code of Ethics or criminal conviction shall be considered as just cause for discipline as hereinafter provided.

### **OP No. 2 - DUES**

Section 1. Dues become due and payable January 1 of each year, or as otherwise determined by the NSPE Board of Directors.

Section 2. The Board shall set the annual dues for membership in the Society.

Section 3. Members admitted for the first time and paying full dues shall receive services as follows:

- a. Members admitted between January 1 and June 30 – for the remainder of the current calendar year.
- b. Members admitted between July 1 and December 31 -- for the remainder of the current calendar and for the following calendar year.

Section 4. NSPE shall collect annual dues, unless directed otherwise by the Board of the state Society. If the Society or chapter collects dues, the appropriate state official shall transmit to NSPE the national dues collected for that organization, on a monthly basis.

Section 5. If the dues of any member remain unpaid on the due date, said member shall be listed as "delinquent" and shall be dropped from the membership rolls of the Society if unpaid for a period of 90 days. Payment of delinquent dues must accompany the request of such person for readmission for the current year.

Section 6. A member shall become eligible for Honorary, Life or Retired membership status, with waiver or reduction of dues after meeting the requirements as set forth by the NSPE Bylaws.

Section 7. Dues may be waived for a period of one year in hardship circumstances, including unemployment. The member's State Society and the NSPE Executive Director shall approve application for a waiver of dues. Such application, if approved by the Society, shall be submitted to NSPE for approval of the waiver of any NSPE dues.

Section 8. Upon receipt of a bachelor's degree in engineering, Student Members in good standing shall be advanced without filing an application to the next higher membership grade for which qualified, except that graduate students may retain Student Membership by written request to the Society.

### **OP No. 3 - FISCAL AND ADMINISTRATIVE YEARS**

Section 1. The fiscal year of the Society shall be from July 1 through June 30.

Section 2. The administrative year of the Society shall be from July 1 through June 30.

### **OP No. 4 - CHAPTERS**

Section 1. A chapter may organize within the provisions of the Bylaws of the Society and may, upon application, receive a charter from the Society and then be known as a chapter of the Society.

Section 2. A charter may be issued upon approval of an application by the Board and shall be signed by the president and the secretary of the Society.

Section 3. In advance of the Society's Annual Meeting, each chapter shall elect officers and directors as required. The secretary of each chapter shall send a report of such election results to the secretary of the Society at least 30 days prior to the date fixed for the Annual Meeting.

Section 4. The Board may authorize and issue charters for student chapters at approved engineering colleges or institutes of technology. Rules and regulations for the organization and operation of student chapters shall be determined by the Board and shall be designated according to the policies of NSPE.

- a. Each student chapter shall have a faculty adviser who shall wherever possible be a member of the Society. The student chapter adviser shall be appointed by the Society, through the local chapter concerned, on the recommendation of the dean of the college or school involved.
- b. Each student chapter shall have a liaison officer from the sponsoring chapter who shall not be directly affiliated with the college or school involved. The sponsoring chapter shall appoint the liaison officer.

#### **OP No. 5 - AFFILIATED GROUPS**

Section 1. Affiliated groups may be established with approval of the Board. The purpose of such affiliations shall be to assist in promoting the best interests of the professional engineer and the Society and shall be defined in a charter agreement establishing the affiliation. The affiliated group shall be responsible to the Board for fulfilling the actions defined in the charter.

#### **OP No. 6 - BOARD OF DIRECTORS**

Section 1. The Board of Directors shall have the direction and general supervision of all matters pertaining to the Society. It shall adopt and monitor a budget and cause the accounts of the treasurer to be audited not less than once a year.

Section 2. The Board shall provide for and superintend the publication and distribution of all proceedings or transactions of the Society and shall have authority to appoint an editor and publish an official periodical for the Society.

Section 3. The Board shall be empowered to invest and reinvest such funds as may be available for the creation of a reserve fund. A three-fourths vote of the Board shall be required to authorize expenditures from this fund, which are other than for investment or reinvestment.

Section 4. Board designees shall attend chapter meetings for the purpose of inquiring into the condition of the profession and to improve the communication between the chapter membership and the Society.

Section 5. The Board shall hold a regular meeting at the time of the Annual Meeting and at least once each quarter thereafter. It shall hold special meetings at the call of the president or on the petition of 25 percent of the directors.

Section 6. A notice of each meeting of the Board shall be transmitted in writing to each member of the Board at the member's last recorded address at least 10 days prior to the scheduled date thereof. An agenda and copy of each report and resolution, which are to be considered at such meetings, shall accompany the notice of the meeting and no other matters shall be considered at such meetings without the consent of the majority of the members of the Board in attendance.

#### **OP No. 7 - BALLOTS OF THE BOARD**

Section 1. The president may at any time direct the secretary or Executive Director to submit any question to the members of the Board by means of a letter or electronic ballot.

Section 2. Upon direction of the majority of the members of the Board present at any meeting, where less than all members of the Board are present, the secretary or Executive Director shall submit any question to all members of the Board by means of a letter or electronic ballot.

Section 3. In the event of any meeting at which less than all members of the Board are present and the majority vote on any question constitutes less than a majority of all members of the Board, any member of the Board may direct the secretary or the Executive Director to submit the question to all members of the Board by means of a letter or electronic ballot.

Section 4. A majority of all votes received within 15 days of the mailing of the ballots shall decide the question, provided votes are received from at least two-thirds of the total membership of the Board.

Section 5. The secretary or Executive Director shall record as a part of the minutes of the appropriate meeting the data concerning each letter ballot, including the dates of the mailing and the return of the ballots, and the names and votes of all members voting. The secretary or Executive Director shall notify all members of the Board of the results within three weeks of the date of the original action.

#### **OP No. 8 - ELECTIONS**

Section 1. A Nominating Committee shall be constituted on or before December 1 of the administrative year. The committee shall be proposed by the President and approved by the Board. The Nominating Committee shall solicit candidates for office from the chapters, and membership-at-large by contacting each organizations leadership and notifying the membership through the state publication.

Section 2. Any member can submit nominations to the Nominating Committee for consideration. Nominations may be submitted to the Secretary or directly to the Nominating Committee. The nomination shall contain the name of the member being nominated along with a brief description of the member's biography. Endorsements and testimonials of the member's capabilities to fulfill the duties of the office for which they are being nominated for shall be encouraged. A member may be self-nominated for an office.

Section 3. The Nominating Committee shall review the nominations for each office and consider whether candidates are qualified. They may contact the candidate or others who may be familiar with the candidate's qualifications and capabilities to determine whether they are capable of serving in the office for which they are nominated. The Nominating Committee shall report all qualified candidates for each office to the Secretary for inclusion on the official ballot for voting, not later than April 1st.

Section 5. A valid ballot shall be one, which is returned to the secretary in an envelope bearing a postmark date on or before June 1st, and which bears the signature of the member in the designated space.

Section 6. The President (or Executive Director) shall appoint a Tellers Committee. The secretary shall promptly deliver unopened valid ballots to the Tellers Committee, which shall canvass the ballots and report the number of votes cast for each nominee to the secretary on or before June 1st. The secretary shall transmit such information to the officers, officers-elect and chapters as soon as available, but no later than June 1st and publish the results in the next issue of the Society publication.

Section 7. The election of chapter officers shall be completed on or before June 1st of each year. They shall assume their duties on the first day of the administrative year and shall hold office until their respective successors assume such duties. The procedures for electing chapter officers shall be established in the chapter bylaws.

Section 8. Each practice division shall elect a chair and chair-elect. The procedures for nomination and election to these positions shall be established in the Practice Division Operating Procedures.

Section 9. The Young Engineers' Advisory Council shall elect a chair and chair-elect. The procedures for nomination and election to these positions shall be established in the Young Engineers' Council Operating Procedures. These positions shall constitute the officers of the Young Engineers' Advisory Council.

#### **OP No. 9 - OFFICERS**

Section 1. President -- The president shall preside at all meetings of the Society and of the Board of Directors; shall be ex-officio, a member of all committees; shall appoint chairs and members of all committees; and have general direction of the business of the Society. The President shall exercise supervision over the operations of the executive director, and keep the Board apprised concerning that office.

Section 2. Vice President -- The vice president shall act as president in the president's absence, and shall undertake assignments at the request of the president or the Board. The principal activity of the vice president shall be an assessment of the Society, and the development of plans for the following year.

Section 3. Secretary/Treasurer -- It shall be the duty of the secretary/treasurer to protect all money and records of account of the Society, make an annual report of receipts and disbursements to the Society; give such security, to secure the faithful discharge of duties as may be determined from time to time by the Board. The fee for security shall be paid out of the treasury of the Society. At the expiration of the term of office, all books, papers, and money belonging to the Society shall be turned over to the successor treasurer, who shall give the preceding treasurer a receipt therefore. The secretary/treasurer shall record proper proceedings of meetings and perform such duties as are required by law, or assigned by the Board.

Section 4. Executive Director--The executive director shall keep an accurate record, and have custody, of all official papers and records; call the meeting to order in the absence of the president, president-elect and vice presidents; issue all calls and notices ordered by the president or the Board; submit at the Annual Meeting a written report covering the duties and activities of the position, including a statement of the membership of the Society; give security, to be paid out of the treasury of the Society, to secure the faithful discharge of assigned duties; receive such salary as the Board shall determine; and have such other duties and prerogatives as the Board may assign. At the expiration of service, the executive director shall turn over to a designated successor all books, documents and other property of the Society in the custody of the executive director, receiving a receipt therefore.

Section 5. NSPE Delegate –The Delegate to the House of Delegates shall attend and represent the Society at the NSPE House of Delegates Assembly and represent the Society in all other matters of the House of Delegates. The Delegate shall report actions taken by the House of Delegates to the Society Board of Directors and shall consult with the Board of Directors on a regular basis to properly represent the wishes of the Society before the House of Delegates.

#### **OP No. 10 - COMMITTEES**

Section 1. The President shall appoint committees as may be desirable for the conduct of business of the Society for a term of one year. Members of all committee may be reappointed.

Section 2. No funds will be expended by any committee except at the approval of the Board.

Section 3. Each committee shall inform the Board of its activities at least once each year, or as otherwise directed by the President.

Section 4. No committee shall commit the Society without specific authorization from the Board.

#### **OP No. 11 - PRACTICE DIVISIONS**

Section 1. Practice divisions, comprised of members having common professional interests, shall operate under the Bylaws of the Society. Operating Rules and any changes thereto must have the approval of the Board before becoming effective. The Board may create or dissolve a practice division after conducting a hearing on the need for such action. The president may appoint a committee to conduct the affairs of the practice divisions.

Section 2. The practice divisions shall provide effective forums for discussion and united action for members grouped according to type of professional employment. The goal of practice divisions shall be improved professional recognition, improved conditions of employment, and other matters of mutual benefit.

Section 3. Membership in each practice division shall be limited to members of the Society, except as specifically provided for in the Rules of the division.

Section 4. The officers of each practice division shall include a chair, chair-elect, the immediate past chair, and such other officers as determined by the division and approved by the Board.

Section 5. Officers shall assume the duties usually performed by officers in like positions, subject to rules, which may be adopted by the division and approved by the Board.

Section 6. The officers shall constitute the practice division executive board.

Section 7. When considered necessary for promoting or forwarding its special objectives, any practice division may establish a fund for that purpose, to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own members; or by other means, which are authorized by the Board. The treasurer of the

Society shall be the custodian of all practice division funds, the expenditure of which shall be subject to the approval of the officers of the division.

Section 8. Minutes shall be kept and filed for all meetings of practice divisions and the division executive board. An annual report outlining the division's activities for the year, including financial statement and officers, shall be made to the Board.

Section 9. All actions by practice divisions shall be consistent with the policies of the Society.

Section 10. Practice divisions serving the Society shall be as follows:

Professional Engineers in Construction

Professional Engineers in Education

Professional Engineers in Government

Professional Engineers in Industry

Professional Engineers in Private Practice

#### **OP No. 12 – YOUNG ENGINEERS’ ADVISORY COUNCIL**

Section 1. All Society members who are 35 years old or younger at the beginning of the administrative year shall be members of the Young Engineers’ Advisory Council (hereafter referred to as YEAC). Only those members who are voting members of the Society shall be voting members of the YEAC.

Section 2. The YEAC shall provide effective forums for discussion and united action for issues related to the professional employment and development of young engineers. The goal of the YEAC shall be improved professional development and recognition, improved conditions of employment, and other matters of mutual benefit for its members.

Section 3. The YEAC shall establish Operating Rules that shall govern their activities. These Operating Rules and any changes thereto shall receive approval by the Board before becoming effective.

Section 4. The officers of the YEAC shall include a chair, chair-elect, the immediate past chair, and such other officers as determined by the YEAC and approved by the Board.

Section 5. Officers shall assume the duties usually performed by officers in like positions, subject to rules, which may be adopted by the YEAC and approved by the Board.

Section 6. The officers shall constitute the YEAC’s executive board.

Section 7. When considered necessary for promoting or forwarding its special objectives, the YEAC may establish a fund for that purpose, to be maintained in the treasury of the Society. Such funds may be obtained through dues and/or assessment of its own members; or by other means, which are authorized by the Board. The treasurer of the Society shall be the custodian of all funds, the expenditure of which shall be subject to the approval of the officers of the YEAC.

Section 8. Minutes shall be kept and filed for all meetings of the membership and the executive board. An annual report outlining the YEAC's activities for the year, including financial statement and officers, shall be made to the Board.

Section 9. All actions by the YEAC shall be consistent with the policies of the Society.

#### **OP No. 13 - MEETINGS**

Section 1. The Annual Meeting of the Society shall be held as ordered by the Board for receiving the annual reports and the transaction of any other business. All members of the Society are welcome at this meeting.

Section 2. Periodic and/or special meetings of the Board, called as provided for in the Bylaws shall be meetings open to all members of the Society. A “closed” or “executive” session may be called only to discuss personnel, disciplinary or other legal matters that require strict confidentiality. A “closed” meeting shall be called only upon a vote of the Board. Only business specifically allowed for in a “closed” meeting shall be discussed.

Section 3. The order of business at meetings of the Board shall be determined by the president and shall be subject to approval of the Board.

Section 4. The latest version of Robert's Rules of Order (revised) shall govern matters of parliamentary procedure of the Society.

**OP No. 14 - OFFICIAL PERIODICAL**

Section 1. The Society shall publish an official periodical to be known as "SCSPE News". This publication shall be produced on a regular basis and shall be distributed to all members of the Society, either via mail or electronically. The subscription cost for members shall be included in their annual dues fee. The Board shall establish a subscription rate for non-members interested in receiving the publication.

Section 2. Paid advertisements may be sold to generate revenue in conjunction with the official periodical. The Board shall establish advertising standards and rates. Any revenue generated shall be deposited in the general fund of the Society.

**OP No. 15 - DISCIPLINE**

Section 1. Charges or complaints of alleged violations of the Code of Ethics or of laws and regulations governing the profession may be filed in writing by anyone having factual knowledge of the matters; charges concerning the NSPE Bylaws or Society Bylaws shall be filed by a member in good standing. Each member is responsible to render written reports of factual knowledge of alleged violations of the Code of Ethics. Such charges shall be filed with the secretary of the Society.

Section 2. The Society shall forward all such matters to the State Licensing Board.

6/8/06