

SOCIETY OF WOMEN ENGINEERS  
PHILADELPHIA SECTION BYLAWS  
(Revised June 1993)

**ARTICLE I - ORGANIZATION**

Section 1. Name and Authority

The name of this organization is the Philadelphia Section of the Society of Women Engineers, operating as such through the authority of the Council of Section Representatives of the Society of Women Engineers (hereinafter called "the Society").

Section 2. Purposes

The purposes of the Section shall be to further the objectives of the Society as stated in its national bylaws.

Section 3. Government

- a. This Section shall be governed by these Bylaws and the Bylaws of the Society.
- b. Every question which shall come before a meeting of the Section or of a Committee shall be decided by a majority of the votes cast unless otherwise provided in these Bylaws, the National Bylaws of the Society, or the Rules of the Society and/or Section.
- c. The Rules contained in Roberts "Rules of Order Revised" shall govern the Section in all cases to which they are applicable, where not inconsistent with the Bylaws or the Rules of the Section.
- d. All acts of the Executive Council which shall have received the expressed or implied sanction of the Section shall be deemed to be the acts of the Section and shall not thereafter be impeached by any member.

**ARTICLE II - MEMBERSHIP**

Section 1. Membership

- a. Membership in the Section is governed by all provisions relating to membership as stated in the National Bylaws of the Society.
- b. Voting members shall include Fellow members, Senior members, members and associate members.

**ARTICLE III - FUNDS AND DUES**

Section 1. Funds

Additional funds required may be raised by the Section by such methods and for such purposes as are not in conflict with National policy.

Section 2. Fiscal Year

The fiscal year shall start on July 1, and end on June 30 of the following year.

### Section 3. Financial Reports

- a. At the final membership meeting of the fiscal year the Treasurer shall make a financial report to the membership covering the financial activities of the year to date.
- b. At the beginning of the fiscal year the President shall appoint an Auditing Committee of two members to audit the books before they are turned over to the new Treasurer.

## ARTICLE V - EXECUTIVE COUNCIL

### Section 1. Members

- a. The governing body of the Section shall be the Executive Council, hereinafter called the Council, which shall consist of the elected officers of the Section, the Section Representative and the chairs of the Membership, Publicity, Career Guidance and Continuing Development committees.
- b. Vacancies occurring in the Council between annual elections shall be filled as follows:
  1. A vacancy in the office of President shall be filled by the Vice President.
  2. All other vacancies in office shall be filled by a special election. This includes a vacancy in the office of Vice President when the original Vice President becomes President. This special election can be held by secret ballot at the next regular or special business meeting if one third of the voting members are present or by mail per Article VII.

### Section 2. Officers

The officers of the Section shall hold the same offices on the Council.

### Section 3. Quorums and Reports

- a. A simple majority of the Council shall constitute a quorum. One of the members present must be the President, Vice President or a Section Representative.
- b. The Council shall have the minutes kept of all meeting and of all action taken by them by which the Section may be bound or which involve expenditures of the funds of the Section. Such minutes shall be kept the Secretary and it shall be the privilege of any member to inspect the same at any reasonable time.
- c. The Council shall make a regular report of its activities to the membership by mail following each council meeting.

### Section 4. Agenda

The following shall be the order of business at all regular meetings of the Council:

- a. Roll Call
- b. reading of the minutes of the previous meeting
- c. reading of communications sent and received
- d. report of the Treasurer
- e. Committee reports
- f. Unfinished Business
- g. New Business

## Section 5 Duties and Powers

The Executive Council shall:

- a. transact the business of the section when the membership is not meeting;
- b. implement section policy as determined by the membership;
- c. advise the President on the appointment of committee chairs, other than the nominating committee and to approve the appointments;
- d. appoint the chair of the section nominating committee;
- e. approve the budget and authorize the expenditure of funds;
- f. nominate a candidate for special election by the membership to fill a vacancy in the office of vice president, secretary, treasurer or Section Representative.

## **ARTICLE V - OFFICERS AND DUTIES**

### Section 1. Officers

- a. The elected officers of the Section shall be a President, Vice President, Treasurer, Secretary and Section Representative. The elected officers shall receive no salary or remuneration for services rendered to the Section but may be reimbursed for authorized expenses incurred for the section.
- b. Candidates for President, Vice President, and Section Representative must be a Fellow member, Senior member or Member. Candidates for other offices shall be voting members of the Section.
- c. The term of office shall be one year and shall coincide with the fiscal year.

### Section 2. President

- a. The President shall represent the Section before the public, call and preside over the Council and Membership meetings, administer the decisions of the Council and Membership, and coordinate all activities and execute the business and policies of the Section between meetings, in accordance with these Bylaws.
- b. The President shall have the power, with the approval of the Council, to appoint and remove committee chairs and committee members. The President shall also give written or verbal approval of expenditures to be paid by the Treasurer.
- c. The President shall be responsible for having a variety of programs which meet the needs of the membership. This may be accomplished by means of a program committee.

### Section 3. Vice President

The Vice President shall perform the duties of the President in the President's absence and, at the direction of the President, transact any business assigned by the President. The Vice President shall be an ex-officio member of all committees.

### Section 4. Treasurer

The Treasurer shall receive authorized funds from the National treasury, care for the funds of the Section, disburse money upon the direction of the Council, and prepare and keep complete financial records and reports. The Treasurer shall sign checks, shall verify all vouchers submitted, and shall be responsible for promptly reporting to the Council all expenses occurred.

### Section 5. Secretary

The Secretary shall notify the Council members of Council meeting, shall send out ballots for elections and for amendments to the Bylaws as well as any other correspondence necessary to the Section, and shall file a copy of all correspondence sent out in the name of the Section. Within two weeks after an election, the Secretary shall notify the national Executive Secretary and all interested local organizations of the names and addresses of the incoming Officers and Section Representatives. The Secretary shall also keep accurate minutes of all Council and membership meetings, shall keep a file

of all historical material pertinent to the Section, and shall provide each member of the Executive Council and the Chair of the Nominating Committee with a copy of the Section Bylaws.

#### Section 6. Section Representative

The Section Representative shall represent the Section at meetings of the national Council of Section Representatives and reply promptly to all mail ballots submitted between their meeting and fulfill all duties required by the National Bylaws of the Society and by action of the Council of Section Representatives.

#### Section 7. Additional Duties

The officers shall also perform the duties attaching to their offices under Robert's Rules of Order Revised and such other duties as may be required of them by the Council.

### **ARTICLE VI - MEMBERSHIP MEETINGS AND NOTICES**

#### Section 1. Membership Meetings

- a. This section shall hold not less than two membership meetings per year for the purpose of transacting business. One of the required meetings shall be held in either April or May for the purpose of nominations as well as for the reading of annual reports, etc. The above shall not be construed to limit these meetings to the transaction of business only.
- b. Other regular or special membership meetings for transacting business may be called at any convenient time and place at the discretion of the Council or upon petition of one-third the voting membership.

#### Section 2. Notices

Notice of regular business meetings and special meetings shall be given by the Secretary in writing and mailed to each member of the Section at their last known address at least ten days prior to such meeting and shall briefly state the business to be discussed at such meeting.

#### Section 3. Quorum

A quorum of the membership which must be present for the purpose of transacting business shall be one-third or fifteen of the Section voting members, whichever is less.

### **ARTICLE VII - NOMINATIONS AND ELECTIONS**

#### Section 1. Nominating Committee

The nominating committee shall consist of three members and a non-voting chair appointed by the Executive Council.

#### Section 2. Nominations

- a. The Nominating Committee shall present a slate of candidates to the membership at the regular business meeting held no later than April 30.
- b. At the meeting, nominations may be made from the floor with prior approval by the nominee.

#### Section 3. Elections

- a. Elections shall be by secret mail ballot. A ballot shall be sent to each voting member in good standing at the last known address at least two weeks before the balloting closes. The date that balloting closes shall be clearly specified on the ballot and members shall be required to sign the outside envelope containing the ballot in order for the ballot to be valid.

- b. Closing date for balloting shall be June 15 or seven days prior to the beginning of nation convention, whichever is earlier.
- c. After mail balloting for the officers, two or more members shall act as tellers. The tellers shall, in addition to counting ballots, notify each member of the Section of the results by June 30.

## ARTICLE VIII - COMMITTEES

### Section 1. Standing Committee Appointments

The President of the Section shall appoint Committees and Committee chairmen with the approval of the Council for four standing committees: Membership, Publicity, Career Guidance and Continuing Development.

- a. The Membership Committee shall maintain personal data files on Section members and on prospective members and shall contact and assist the latter in applying for membership in the Society. The Chair of this committee is automatically a member of the Society Membership Committee.
- b. The Publicity Committee shall provide publicity to advance the Society's objectives and Section goals and shall send news accounts of Section activities to the US Women Engineer. The Chair of this committee is automatically a member of the Society Publicity Committee.
- c. The Career Guidance Committee shall provide information and counselling on engineering careers for grade, junior, and high school girls, their counselors and parents; maintain and disseminate information on available engineering scholarships; coordinate the certificates of Merit and/or Achievement program; provide counseling and when possible, financial assistance to women engineering students and conduct and other activities as approved by the Section membership in furtherance of the Society's career guidance goals. The Chair of this committee is automatically a member of the Society Career Guidance Committee.
- d. The Continuing Development Committee shall encourage and assist Section members to establish goals for and to attain high levels of educational and professional achievement, encourage and assist women engineers in readying themselves for a return to active work after a period of absence, and conduct and other activities approved by the Section. The Chair of this committee is automatically a member of the Society Continuing Development Committee.

### Section 2. Reports

- a. Each Committee chair shall present a status report to the membership when requested by the Section President, the Executive Council, or a majority of the membership.
- b. At the end of each fiscal year, each Committee chair shall prepare an annual report with recommendations for further action by the incoming Committee Chair.

### Section 3. Special Committees

Special committees may be established by the Council when the need arises.

### Section 4. Duties

Each committee shall perform the duties assigned to it by the Council.

## ARTICLE IX - AMENDMENTS

### Section 1. Proposal

Amendments to the Bylaws may be proposed by:

- a. majority vote of the Council.
- b. written petition signed by 10% or five members (whichever is greater) of the Section.

### Section 2. Balloting

- a. Within sixty days after the vote was cast by the Council or a written petition was submitted by 10% of the voting membership, a copy of the proposed amendment shall be sent to each voting member by the Secretary together with a secret ballot and comments by the Council on the amendment or amendments.
- b. A reasonable limiting date for the return of the ballots shall be indicated on the instructions for voting or on the ballot.

### Section 3. Board of Directors Approval

Within sixty days after the approval of the amendments by the members, the amendments or amendment shall be submitted for review by the National Bylaws committee and acceptance by the Board of Directors. Such amendments shall become effective after the approval by the Board of Directors.

### Section 4. Adoption of Amendments

Adoption shall be determined by a two-thirds vote of the ballots returned and/or postmarked by the date specified.

### Section 5. Renumbering

Any changes in the order of numbering of paragraphs of the Bylaws required by an amendment shall be made by a majority vote of Council.