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2
3 **BYLAWS OF THE E005, PHILADELPHIA SECTION**
4 **OF**
5
6 **THE SOCIETY OF WOMEN ENGINEERS**
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9 **ARTICLE I – NAME AND OBJECTIVES****

10 Section 1. Name

11 The name of this organization shall be the E005, Philadelphia section (hereinafter called
12 “the section”) of the Society of Women Engineers (hereinafter called “the Society” or
13 “SWE”).
14

15 Section 2. Objectives

16 The section is an organizational unit whose purpose is to further the objectives of the
17 Society.
18

19 Section 3. Powers

20 The section is empowered by the Society to pursue the objectives of the Society under
21 these bylaws and in consonance with the bylaws of the Society.
22

23
24 **ARTICLE II – MEMBERSHIP****

25 Section 1. Members

26 Members of the section are those members of the Society assigned to the section. In
27 accordance with the Society’s policies and purposes, the section shall not discriminate
28 in connection with its membership and its services to the public at large. All members of
29 the section shall have the right to attend all in-person section and executive council
30 meetings.
31

32 Section 2. Grades of Membership

33 Members shall have the same membership grade in the section as they have in the
34 Society and voting privileges as specified in the Society bylaws.
35

36 Section 3. Business Meeting

37 A meeting of the general membership to conduct the business of the section may be
38 called by the president, the executive council, or by a group of five percent or five of the
39 voting members of the section, whichever is greater. At least thirty days written notice
40 shall be provided to all members prior to such a business meeting.
41

42 Section 4. Quorum

43 Fifteen voting members or thirty percent of the voting members of the section,
44 whichever is less, shall constitute a quorum for the conduct of the business of the
45 section.
46
47
48

49 **ARTICLE III – OFFICERS**

50 **Section 1. Officers****

51 The officers of the section are the president, senior vice president, two vice presidents,
52 secretary, treasurer, and section representative(s) as designated in the bylaws of the
53 Society.

54
55 **Section 2. Eligibility and Term of Office****

56 A. The president, senior vice president, vice presidents, and section representative(s)
57 must be voting members of the Society. All other section officers must be voting
58 members of the section.

59
60 B. Section officers shall serve for a term of one fiscal year, to coincide with the
61 Society’s fiscal year.

62
63 C. Officers may hold more than one office provided that there is a minimum of five
64 elected officers of the section. No one may hold the office of president and treasurer
65 at the same time.

66
67 **Section 3. Duties****

68 A. The president shall:

- 69 1. Represent the section before the public and preside at meetings of the section
70 and its executive council;
- 71 2. Appoint the chairs of all committees, with the approval of the executive council,
72 except the chair of the nominating committee;
- 73 3. Approve the appointment of all committee members, except the members of the
74 nominating committee;
- 75 4. Authorize the disbursement of section funds within the budget approved by the
76 executive council;
- 77 5. Be an authorized signatory on all section accounts;
- 78 6. Coordinate activities and execute the business and policies of the section
79 between meetings;
- 80 7. Review and approve the year-end section financial report;
- 81 8. Provide oversight and guidance to the committee chairs as assigned; and
- 82 9. Perform such other duties normally associated with the office of president or as
83 may be assigned by the executive council or the governance documents.

84
85 B. The senior vice president shall:

- 86 1. Assume the duties of the president if the president is temporarily unable to serve;
- 87 2. Provide oversight and guidance to the committee chairs as assigned; and
- 88 3. Perform such other duties as may be assigned by the president, the executive
89 council, or the governance documents.

90
91 C. The vice presidents shall:

- 92 1. Provide oversight and guidance to the committee chairs as assigned; and
- 93 2. Perform such other duties as may be assigned by the president, the executive
94 council, or the governance documents.

95

- 96 D. The secretary shall:
97 1. Maintain the records of the section;
98 2. Provide oversight and guidance to the committee chairs as assigned; and
99 3. Perform other duties normally associated with the office of secretary or as may
100 be assigned by the president, the executive council, or the governance
101 documents.
102
- 103 E. The treasurer shall:
104 1. Be responsible for the collection, distribution, and safekeeping of section funds;
105 2. Prepare, maintain, and report as directed on the financial position of the section
106 in relation to the approved budget;
107 3. Submit a financial report to the Society in accordance with established
108 procedures;
109 4. Provide oversight and guidance to the committee chairs as assigned; and
110 5. Perform other duties normally associated with the office of treasurer or as may
111 be assigned by the president, the executive council, or the governance
112 documents.
113
- 114 F. The section representative(s) shall
115 1. Perform those duties expected of them as described in the Society bylaws, the
116 council of representatives' procedures, and the region governance documents;
117 and
118 2. Perform other duties normally associated with the office of section representative
119 or as may be assigned by the president, the executive council, or the governance
120 documents.
121

122 Section 4. Nomination and Election

- 123 A. The executive council shall elect at least three members to serve on the nominating
124 committee. The nominating committee shall select its own chair, who must be a
125 member with the right to vote in the national organization of the Society but does not
126 need to have been elected to the committee by the executive council.
127
- 128 B. Members of the nominating committee may not become candidates during their
129 tenure of service on the nominating committee.
130
- 131 C. The nominating committee shall propose at least one qualified candidate for each of
132 the officer positions. The slate shall be presented to the members of the section by
133 mail, electronic mail, or posting on the section web site by April 15 of each year.
134
- 135 D. Additional candidates may be nominated by petition, provided that:
136 1. The member is eligible for the position;
137 2. The member has given written consent to being placed on the ballot;
138 3. A minimum of two percent or five of the voting members of the section,
139 whichever is greater, have signed a petition or endorsed an email to place the
140 candidate's name on the ballot; and

- 141 4. The petition, together with the written consent, is submitted to the chair of the
142 nominating committee by April 30 or fifteen days after the slate is announced to
143 the members of the section, whichever is later.
144
- 145 E. The chair of the nominating committee shall arrange for the distribution of ballots to
146 occur at least twenty-one days prior to the required return date for the vote. Voting
147 may be by mail, electronic mail or web-based provided that mail ballots are sent to
148 those without electronic access. The chair of the nominating committee shall select
149 a tellers committee to receive and count the votes, and to report the results to the
150 president.
151
- 152 F. The voting members of the section shall elect the section officers.
153
- 154 G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be
155 allowed. In the event of a tie, the election for that position shall be determined by lot,
156 conducted by the chair of the nominating committee.
157

158 Section 5. Alternate Section Representative(s)**

- 159 A. Alternate section representatives may be elected during the officer election process.
160
- 161 B. The executive council may elect alternate(s) for the purpose of attending a council of
162 representatives or region council meeting if the section representative(s) or
163 alternate(s) cannot attend.
164
- 165 C. All alternates shall be designated in the order in which they will be called to serve,
166 with alternates elected by the membership serving before those selected in any
167 other manner.
168
- 169 D. Alternate section representatives must meet the same eligibility requirements as
170 section representatives.
171

172 Section 6. Vacancies

- 173 A. The senior vice president shall assume the office of president for the remainder of
174 the term in the event of a vacancy.
175
- 176 B. A vacancy in the position of senior vice president, vice president, secretary, or
177 treasurer shall be filled by election by the executive council.
178
- 179 C. A vacancy in the office of section representative shall be filled by the next available
180 alternate section representative. If there is no available alternate section
181 representative, the executive council may elect an alternate to fill the vacancy.
182
183

184 **ARTICLE IV – EXECUTIVE COUNCIL**

185 Section 1 Composition

186 The governing body of the section shall be the executive council. The officers of the
187 section shall constitute the executive council. Committee chairs shall be non-voting

188 members of the council. An individual holding more than one position on the executive
189 council has only one vote and counts as a single person for the purpose of a quorum.

190

191 Section 2. Duties

192 The executive council shall:

- 193 1. Transact the business of the section;
- 194 2. Implement section policies as determined by the membership;
- 195 3. Elect the members of the nominating committee;
- 196 4. Approve the appointment of all committee chairs, except the chair of the
197 nominating committee;
- 198 5. Ensure that the section is represented at region council and council of
199 representative meetings; and
- 200 6. Approve the section budget and authorize expenditures not included in the
201 approved budget.

202

203 Section 3. Conducting Business

204 A. The executive council shall meet regularly to conduct the business of the section
205 upon the call of the section president or by written petition of at least one-third of the
206 voting members of the executive council.

207

208 B. Unless otherwise restricted by law or these bylaws, the executive council may also
209 conduct business by telephone, mail, electronic mail, fax, or other electronic devices.

210

211 Section 4. Quorum

212 A. A quorum shall be a majority of the members of the executive council then in office,
213 but not less than four, one of whom is the president, senior vice president, or section
214 representative.

215

216 B. No member of the executive council may vote by proxy.

217

218 Section 5. Removal

219 Any officer may be removed for cause by a vote of two-thirds of the voting members of
220 the section responding to a recall ballot, provided that votes have been received from at
221 least the number of members required for a quorum. Such removal shall be effective
222 immediately upon the recording of such vote. Removal procedures not covered by law
223 or these bylaws shall be developed and approved by the executive council.

224

225 **ARTICLE V – COMMITTEES**

226 Section 1. Committees

227 A. There are no standing committees.

228

229 B. The executive council may establish other committees as the need arises.

230

231 Section 2. Appointment

232 The members of the committees shall be appointed by the chair of the committee with
233 the approval of the president.

234

235 Section 3. Duties

236 The executive council shall prepare a description of the duties of each committee and
237 reporting relationships.

238
239 Section 4. Reports

240 Each committee chair shall present a status report to the membership when requested
241 by the executive committee contact. Each committee chair shall also prepare an annual
242 report providing input to the section representative for the section's final report to the
243 Society.

244
245 **ARTICLE VI – DISSOLUTION****

246 In the event of dissolution, the assets of the section shall be first used to pay any
247 remaining debts, after which any remaining funds shall be disbursed to SWE regions,
248 SWE sections, the SWE members at large organization, the Society, or SWE
249 endowment funds as recommended by the section's executive council and approved by
250 the SWE board of directors.

251
252 **ARTICLE VII – PARLIAMENTARY AUTHORITY****

253 The rules contained in the tenth edition of *Robert's Rules of Order Newly Revised* shall
254 govern this section in all cases to which they are applicable and in which they are not
255 inconsistent with these bylaws and any special rules of order the section may adopt.

256
257 **ARTICLE VIII – AMENDMENT****

- 258 A. These bylaws may be amended by a two-thirds vote of the members present and
259 voting at a meeting or of the ballots received prior to the stated deadline.
- 260 B. Amendments may be proposed by a majority of the executive council or five voting
261 members of the section. All proposed amendments must be submitted to the
262 secretary.
- 263 C. Written notice, delivered either by mail or electronically, must be given to all
264 members of the section at least thirty days prior to the date of the meeting or the
265 specified date for voting to be completed.
- 266 D. Amendments adopted by the section shall be sent to the Society secretary according
267 to established procedures, and shall become effective after approved by the Society
268 secretary.
- 269 E. Sections marked with a double asterisk (**) are identical to the professional section
270 bylaws template approved by the Society Board of Directors March 11, 2006.
271 Changes to these sections of the professional section bylaws template shall become
272 part of these bylaws upon approval of the Society. The section secretary shall
273 incorporate such changes into the section bylaws and forward the updated bylaws to
274 the Society secretary within six months of notification of the change to the section
275 bylaws template.

276
277 *Based on Professional Section Bylaws Template version 03-11-06*