

1 **BYLAWS OF THE C009, MISSISSIPPI RIVER CITY SECTION**
2
3 **OF**
4
5 **THE SOCIETY OF WOMEN ENGINEERS**
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8 **ARTICLE I – NAME AND OBJECTIVES****

9 Section 1. Name

10 The name of this organization shall be the C009, Mississippi River City section
11 (hereinafter called “the section”) of the Society of Women Engineers (hereinafter called
12 “the Society” or “SWE”).
13

14 Section 2. Objectives

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

18 Section 3. Powers

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

22 Section 4. Non-discrimination

23 In accordance with the Society’s policies and purposes, the section shall not
24 discriminate in connection with its membership and its services to the public at large.
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27 **ARTICLE II – MEMBERSHIP****

28 Section 1. Members

29 Members of the section are those members of the Society assigned to the section. All
30 members of the section shall have the right to attend all in-person section and executive
31 council meetings.
32

33 Section 2. Grades of Membership

34 Members shall have the same membership grade in the section as they have in the
35 Society and voting privileges as specified in the Society bylaws.
36

37 Section 3. Business Meeting

38 A meeting of the general membership to conduct the business of the section may be
39 called by the president, the executive council, or by a group of five percent or five of the
40 voting members of the section, whichever is greater. At least thirty days written notice
41 shall be provided to all members prior to such a business meeting.
42

43 Section 4. Quorum

Fifteen voting members or thirty percent of the voting members of the section, whichever is less, shall constitute a quorum for the conduct of the business of the section.

ARTICLE III – OFFICERS

Section 1. Officers**

The officers of the section are the president, vice president, secretary, treasurer, and section representative(s) as designated in the Society bylaws.

Section 2. Eligibility and Term of Office**

- A. The officers must be voting members of the Society and assigned to the section.
- B. Section officers shall serve for a term of one fiscal year, to coincide with the Society's fiscal year.
- C. Officers may hold more than one office provided that there is a minimum of three elected officers of the section. No one may hold the office of president and treasurer at the same time.

Section 3. Duties**

- A. The president shall:
 - 1. Represent the section before the public and preside at meetings of the section and its executive council;
 - 2. Appoint the chairs of all committees, with the approval of the executive council, except the chair of the nominating committee;
 - 3. Approve the appointment of all committee members, except the members of the nominating committee;
 - 4. Authorize the disbursement of section funds within the budget approved by the executive council;
 - 5. Be an authorized signatory on all section accounts;
 - 6. Coordinate activities and execute the business and policies of the section between meetings;
 - 7. Review and approve the year-end section financial report;
 - 8. Provide oversight and guidance to the committee chairs as assigned, and
 - 9. Perform other duties normally associated with the office of president or as may be assigned by the executive council or the governance documents.
- B. The vice president shall:
 - 1. Assume the duties of the president if the president is temporarily unable to serve;
 - 2. Provide oversight and guidance to the committee chairs as assigned; and
 - 3. Perform such other duties as may be assigned by the president, the executive council, or the governance documents.

87
88 C. The secretary shall:

- 89 1. Maintain the records of the section;
90 2. Provide oversight and guidance to the committee chairs as assigned; and
91 3. Perform other duties normally associated with the office of secretary or as may
92 be assigned by the president, the executive council, or the governance
93 documents.

94
95 D. The treasurer shall:

- 96 1. Be responsible for the collection, distribution, and safekeeping of section funds;
97 2. Prepare, maintain, and report as directed on the financial position of the section
98 in relation to the approved budget;
99 3. Submit a financial report to the Society in accordance with established
100 procedures;
101 4. Provide oversight and guidance to the committee chairs as assigned; and
102 5. Perform other duties normally associated with the office of treasurer or as may
103 be assigned by the president, the executive council, or the governance
104 documents.

105
106 E. The section representative(s) shall

- 107 1. Perform those duties expected of them as described in the region governance
108 documents; and
109 2. Perform other duties normally associated with the office of section representative
110 or as may be assigned by the president, the executive council, or the governance
111 documents.

112
113 Section 4. Nomination and Election

114 A. The executive council shall elect at least three members to serve on the nominating
115 committee. The nominating committee shall select its own chair, who must be a
116 voting member of the Society but does not need to have been elected to the
117 committee by the executive council.

118
119 B. Members of the nominating committee may not become candidates during their
120 tenure of service on the nominating committee.

121
122 C. The nominating committee shall propose at least one qualified candidate for each of
123 the officer positions. The slate shall be presented to the members of the section by
124 mail, electronic mail, or posting on the section web site by April 15 of each year.

125
126 D. Additional candidates may be nominated by petition, provided that:

- 127 1. The member is eligible for the position;
128 2. The member has given written consent to being placed on the ballot;

- 129 3. A minimum of two percent or five of the voting members of the section,
130 whichever is greater, have signed a petition or endorsed an email to place the
131 candidate's name on the ballot; and
132 4. The petition, together with the written consent, is submitted to the chair of the
133 nominating committee by April 30 or fifteen days after the slate is announced to
134 the members of the section, whichever is later.
135
136 E. The chair of the nominating committee shall arrange for the distribution of ballots to
137 occur at least twenty-one days prior to the required return date for the vote. Voting
138 may be by mail, electronic mail, or web-based provided that mail ballots are sent to
139 those without electronic access. The chair of the nominating committee shall select
140 a tellers committee to receive and count the votes, and to report the results to the
141 president.
142
143 F. The voting members of the section shall elect the section officers.
144
145 G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be
146 allowed. In the event of a tie, the election for that position shall be determined by lot,
147 conducted by the chair of the nominating committee.
148

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

- 150 A. Alternate section representatives may be elected during the officer election process.
151
152 B. The executive council may elect alternate(s) for the purpose of attending a region
153 council meeting if the section representative(s) or alternate(s) cannot attend.
154
155 C. All alternates shall be designated in the order in which they will be called to serve,
156 with alternates elected by the membership serving before those selected in any
157 other manner.
158
159 D. Alternate section representatives must meet the same eligibility requirements as
160 section representatives.
161

162 Section 6. Vacancies

- 163 A. A vacancy in the office of president shall be filled by the vice president for the
164 remainder of the term.
165
166 B. A vacancy in the office of vice president, secretary, or treasurer shall be filled by
167 election by the executive council.
168
169 C. A vacancy in the office of section representative shall be filled by the next available
170 alternate section representative. If there is no available alternate section
171 representative, the executive council may elect an alternate to fill the vacancy.

172
173
174 **ARTICLE IV – EXECUTIVE COUNCIL**

175 **Section 1 Composition**

176 The governing body of the section shall be the executive council. The officers of the
177 section shall constitute the executive council. An individual holding more than one
178 position on the executive council has only one vote and counts as a single person for
179 the purpose of a quorum.

180
181 **Section 2. Duties**

182 The executive council shall:

- 183 1. Transact the business of the section;
- 184 2. Implement section policies as determined by the membership;
- 185 3. Elect the members of the nominating committee;
- 186 4. Approve the appointment of all committee chairs, except the chair of the
187 nominating committee;
- 188 5. Ensure that the section is represented at region council meetings; and
- 189 6. Approve the section budget and authorize expenditures not included in the
190 approved budget.

191
192 **Section 3. Conducting Business**

- 193 A. The executive council shall meet regularly to conduct the business of the section
194 upon the call of the section president or by written petition of at least one-third of the
195 voting members of the executive council.
- 196
197 B. Unless otherwise restricted by law or these bylaws, the executive council may also
198 conduct business by telephone, mail, electronic mail, fax, or other electronic devices.

199
200 **Section 4. Quorum**

- 201 A. A quorum shall be a majority of the members of the executive council then in office,
202 but not less than three, one of whom is the president, vice president, or section
203 representative.
- 204
205 B. No member of the executive council may vote by proxy.

206
207 **Section 5. Removal**

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

215 **ARTICLE V – COMMITTEES**

- 216 A. The executive council may establish committees as the need arises.
- 217
- 218 B. The chairs of the committees shall be appointed by the president. The members of
- 219 the committees shall be appointed by the chair of the committee with the approval of
- 220 the president.
- 221
- 222 C. The executive council shall prepare a description of the duties and reporting
- 223 relationships of each committee.
- 224
- 225 D. Each committee chair shall present a status report to the membership when
- 226 requested by the executive council contact. Each committee chair shall also prepare
- 227 an annual report providing input to the section representative for the section's final
- 228 report to the Society.
- 229
- 230

231 **ARTICLE VI – DISSOLUTION****

232 In the event of dissolution, the assets of the section shall be first used to pay any

233 remaining debts, after which any remaining funds shall be disbursed to SWE regions,

234 SWE sections, the SWE members at large organization, the Society, or SWE

235 endowment funds as recommended by the section's executive council and approved by

236 the SWE board of directors.

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238

239 **ARTICLE VII – PARLIAMENTARY AUTHORITY****

240 The rules contained in the tenth edition of *Robert's Rules of Order Newly Revised* shall

241 govern this section in all cases to which they are applicable and in which they are not

242 inconsistent with these bylaws and any special rules of order the section may adopt.

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244

245 **ARTICLE VIII – AMENDMENT****

- 246 A. These bylaws may be amended by a two-thirds vote of the members present and
- 247 voting at a meeting or of the ballots received prior to the stated deadline.
- 248
- 249 B. Amendments may be proposed by a majority of the executive council or five voting
- 250 members of the section. All proposed amendments must be submitted to the
- 251 secretary.
- 252
- 253 C. Written notice, delivered either by mail or electronically, must be given to all
- 254 members of the section at least thirty days prior to the date of the meeting or the
- 255 specified date for voting to be completed.
- 256

- 257 D. Amendments adopted by the section shall be sent to the Society secretary according
258 to established procedures, and shall become effective after approved by the Society
259 secretary.
260
- 261 E. Required sections are marked with a double asterisk (**) and conform to the
262 professional section bylaws template. Changes to these sections of the professional
263 section bylaws template shall become part of these bylaws upon approval of the
264 Society. The section secretary shall incorporate such changes into the section
265 bylaws and forward the updated bylaws to the Society secretary within six months of
266 notification of the change to the section bylaws template.
267