

1 **BYLAWS OF THE D022 CHATTANOOGA AREA SECTION**
2
3 **OF**
4
5 **THE SOCIETY OF WOMEN ENGINEERS**
6
7

8 **ARTICLE I – NAME AND OBJECTIVES****

9 Section 1. Name

10 The name of this organization shall be the D022 Chattanooga Area section (hereinafter
11 called “the section”) of the Society of Women Engineers (hereinafter called “the Society”
12 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.
25
26

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 members of the Society who are assigned to the section. The president and vice president must also be voting members of the Society. The other officers must also be either voting members of the Society or collegiate members who meet the qualifications stated in the Society bylaws for professional membership. Collegiate members may be candidates for positions other than president and vice president if they will be members of the section and will qualify for professional membership before the start of the term of office; however, they must meet these requirements in order to serve. Any officer who is a collegiate member shall have the right to vote during the performance of duties in that position without gaining any additional voting rights in 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;

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- 87 8. Provide oversight and guidance to the committee chairs as assigned, and
88 9. Perform other duties normally associated with the office of president or as may
89 be assigned by the executive council or the governance documents.
90

91 B. The vice president shall:

- 92 1. Assume the duties of the president if the president is temporarily unable to serve;
93 2. Provide oversight and guidance to the committee chairs as assigned; and
94 3. Perform such other duties as may be assigned by the president, the executive
95 council, or the governance documents.
96

97 C. The secretary shall:

- 98 1. Maintain the records of the section;
99 2. Provide oversight and guidance to the committee chairs as assigned; and
100 3. Perform other duties normally associated with the office of secretary or as may
101 be assigned by the president, the executive council, or the governance
102 documents.
103

104 D. The treasurer shall:

- 105 1. Be responsible for the collection, distribution, and safekeeping of section funds;
106 2. Prepare, maintain, and report as directed on the financial position of the section
107 in relation to the approved budget;
108 3. Submit a financial report to the Society in accordance with established
109 procedures;
110 4. Provide oversight and guidance to the committee chairs as assigned; and
111 5. Perform other duties normally associated with the office of treasurer or as may
112 be assigned by the president, the executive council, or the governance
113 documents.
114

115 E. The section representative(s) shall

- 116 1. Perform those duties expected of them as described in the region governance
117 documents; 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 voting member of the Society but does not need to have been elected to the
126 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.

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- 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 region
- 162 council meeting if the section representative(s) or alternate(s) cannot attend.
- 163
- 164 C. All alternates shall be designated in the order in which they will be called to serve,
- 165 with alternates elected by the membership serving before those selected in any
- 166 other manner.
- 167
- 168 D. Alternate section representatives must meet the same eligibility requirements as
- 169 section representatives.
- 170

171 Section 6. Vacancies

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

183 **ARTICLE IV – EXECUTIVE COUNCIL**

184 **Section 1 Composition**

185 The governing body of the section shall be the executive council. The officers of the
186 section shall constitute the executive council. An individual holding more than one
187 position on the executive council has only one vote and counts as a single person for
188 the purpose of a quorum.
189

190 **Section 2. Duties**

191 The executive council shall:

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

201 **Section 3. Conducting Business**

- 202 A. The executive council shall meet regularly to conduct the business of the section
203 upon the call of the section president or by written petition of at least one-third of the
204 voting members of the executive council.
205
206 B. Unless otherwise restricted by law or these bylaws, the executive council may also
207 conduct business by telephone, mail, electronic mail, fax, or other electronic devices.
208

209 **Section 4. Quorum**

- 210 A. A quorum shall be a majority of the members of the executive council then in office,
211 but not less than three, one of whom is the president, vice president, or section
212 representative.
213
214 B. No member of the executive council may vote by proxy.

215
216 **Section 5. Removal**

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

223
224 **ARTICLE V – COMMITTEES**

225 A. The executive council may establish committees as the need arises.
226

227 B. The chairs of the committees shall be appointed by the president. The members of
228 the committees shall be appointed by the chair of the committee with the approval of
229 the president.
230

231 C. The executive council shall prepare a description of the duties and reporting
232 relationships of each committee.
233

234 D. Each committee chair shall present a status report to the membership when
235 requested by the executive council contact. Each committee chair shall also prepare
236 an annual report providing input to the section representative for the section's final
237 report to the Society.
238
239

240 **ARTICLE VI – DISSOLUTION****

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

248 **ARTICLE VII – PARLIAMENTARY AUTHORITY****

249 The rules contained in the parliamentary authority specified in the Society bylaws shall
250 govern this section in all cases to which they are applicable and in which they are not
251 inconsistent with these bylaws and any special rules of order the section may adopt.
252
253

254 **ARTICLE VIII – AMENDMENT****

255 A. These bylaws may be amended by a two-thirds vote of the members present and
256 voting at a meeting or of the ballots received prior to the stated deadline.
257

- 258 B. Amendments may be proposed by a majority of the executive council or five voting
259 members of the section. All proposed amendments must be submitted to the
260 secretary.
261
- 262 C. Written notice, delivered either by mail or electronically, must be given to all
263 members of the section at least thirty days prior to the date of the meeting or the
264 specified date for voting to be completed.
265
- 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
- 270 E. Required sections are marked with a double asterisk (**) and conform to the
271 professional section bylaws template. Changes to these sections of the professional
272 section bylaws template shall become part of these bylaws upon approval of the
273 Society. The section secretary shall incorporate such changes into the section
274 bylaws and forward the updated bylaws to the Society secretary within six months of
275 notification of the change to the section bylaws template.
276

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