BYLAWS OF THE OHIO STATE UNIVERSITY SECTION
OF
THE SOCIETY OF WOMEN ENGINEERS

ARTICLE I – NAME AND OBJECTIVES**

Section 1. Name

The name of this organization shall be the Ohio State University section (hereinafter called "the section") of the Society of Women Engineers (hereinafter called "the Society" or "SWE").

Section 2. Objectives

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

Section 3. Powers

The section is empowered by the Society to pursue the objectives of the Society under these bylaws and in consonance with the bylaws of the Society and in consonance with the rules and regulations of Ohio State University.

Section 4. Non-Discrimination Policy

In accordance with the Society's policies and purposes, the section shall not discriminate in connection with its membership and its services to the public at large.

ARTICLE II – MEMBERSHIP**

Section 1. Members

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

Section 2. Grades of Membership

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

Section 3. Business Meeting[1]

A meeting of the general membership to conduct the business of the section may be called by the president, the executive council, or by a group of five percent or five of the voting members of the section[2], whichever is greater. At least fifteen days written notice shall be provided to all members prior to such a business meeting.

Section 4. Quorum[3]

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** [4]

The officers of the section are the president, vice president, secretary, and treasurer.

Section 2. Eligibility and Term of Office**

A. The officers must be members of the section.

B. Officers shall serve for a term of one fiscal year, to coincide with the Society's fiscal year[5].

C. Officers may[6] hold more than one office provided there is a minimum of three[7] elected officers of the section. No one may hold the office of president and treasurer at the same time.

D. Officer positions may be held by only one member at a time. No officer position may be held by co-officers.

Section 3. Duties[8]**

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. Submit the section annual report to the Society in accordance with established procedures;
   8. Coordinate the submittal of other information as requested by the Society;
   9. Review and approve the year-end section financial report;
   10. Provide oversight and guidance to the committee chairs as assigned; and
   11. 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.

C. The secretary shall:
1. Maintain the records of the section;
2. Provide oversight and guidance to the committee chairs as assigned; and
3. Perform other duties normally associated with the office of secretary or as may be assigned by the president, the executive council, or the governance documents.

D. The treasurer shall:
1. Be responsible for the collection, distribution, and safekeeping of section funds;
2. Prepare, maintain, and report as directed on the financial position of the section in relation to the approved budget;
3. Prepare and file taxes on behalf of the section if necessary;
4. Submit a financial report to the Society in accordance with established procedures;
5. Provide oversight and guidance to the committee chairs as assigned; and
6. Perform other duties normally associated with the office of treasurer or as may be assigned by the president, the executive council, or the governance documents.

<u>Section 4. Nomination and Election</u>[9]

A. The executive council shall elect at least three members[10] to serve on the nominating committee. The nominating committee shall select its own chair, who must be a member of the section but does not need to have been elected to the committee by the executive council.

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

C. The nominating committee shall propose at least one qualified candidate for each of the officer positions and the counselor position. The slate shall be presented to the members of the section by mail, electronic mail, or posting on the section web site by February 28[11] of each year.

D. Additional candidates may be nominated by petition, provided that:
1. The member is eligible for the position;
2. The member has given written consent to being placed on the ballot;
3. A minimum of two percent or five of the voting members of the section, whichever is greater, have signed a petition or endorsed an email to place the candidate's name on the ballot; and

4. The petition, together with the written consent, is submitted to the chair of the nominating committee within fifteen days after the slate is announced to the members of the section.

E. The chair of the nominating committee shall arrange for the distribution of ballots to occur at least fourteen days prior to the required return date for the vote. Voting may be by mail, electronic mail or web-based provided that mail ballots are sent to those without electronic access. The chair of the nominating committee shall select a tellers committee to receive and count the votes, and to report the results to the president.

F. The voting members of the section shall elect the section officers and counselor.

G. A plurality shall elect for each position. Write-in votes for eligible candidates shall be allowed. In the event of a tie, the election for that position shall be determined by lot, conducted by the chair of the nominating committee.

Section 5. Vacancies

A. A vacancy in the office of president shall be filled by the vice president for the remainder of the term.

B. A vacancy in any office other than president shall be filled by election by the executive council.

ARTICLE IV – COUNSELOR AND FACULTY ADVISOR**

Section 1. Counselor

A. A counselor is elected each year by the section.

B. The counselor must be a member in good standing, eligible for professional membership in the Society.

C. The counselor shall not be a member of the collegiate section.

D. The counselor is responsible for the section's compliance with the bylaws, policies, and procedures of the Society.

E. At any time, by a majority vote of its membership, the section may replace their counselor or fill a vacancy in the counselor position.

Section 2. Faculty Advisor

A. It is recommended[12], but not required, that the section have a faculty advisor.

B. It is preferred, but not required, that the faculty advisor be a SWE member.

C. If the counselor and faculty advisor is the same person, then the faculty advisor cannot be a member of the collegiate section.

D. The selection of a faculty advisor is to be in compliance with the policies and procedures of the college/university.

ARTICLE V – EXECUTIVE COUNCIL[13]

Section 1 Composition

The governing body of the section shall be the executive council. The officers of the section shall constitute the voting members of the executive council.[14] An individual holding more than one position on the executive council has only one vote and counts as a single person for the purpose of a quorum. The SWE counselor[15] shall serve as an ex-officio, non-voting member of the executive council.

Section 2. Duties

The executive council shall:

1. Transact the business of the section;
2. Implement section policies as determined by the membership;
3. Elect the members of the nominating committee:
4. Approve the appointment of all committee chairs, except the chair of the nominating committee; and
5. Approve the section budget and authorize expenditures not included in the approved budget.

Section 3. Conducting Business

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

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

Section 4. Quorum

A. A quorum shall be a majority of the members of the executive council then in office, but not less than three[16], one of whom is the president or vice president.

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

Section 5. Removal

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

ARTICLE VI – COMMITTEES

A. The executive council may establish committees as the need arises[17].

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

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

D. Each committee chair shall present a status report to the membership when requested by the executive council contact. Each committee chair shall also prepare an annual report providing input to the section's final report to the Society.

ARTICLE VII – DISSOLUTION**

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

ARTICLE VIII – PARLIAMENTARY AUTHORITY**

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

ARTICLE IX – AMENDMENT**

A. These bylaws may be amended by a two-thirds vote of the members present and voting at a meeting or of the ballots received prior to the stated deadline.
B. Amendments may be proposed by a majority of the executive council or five voting members of the section. All proposed amendments must be submitted to the secretary.
C. Written notice, delivered either by mail or electronically, must be given to all members of the section at least fifteen days prior to the date of the meeting or the specified date for voting to be completed.
D. Amendments adopted by the section shall be sent to the Society secretary according to established procedures, and shall become effective after approved by the Society secretary.
E. Required sections are marked with a double asterisk (**) and conform to the collegiate section bylaws template. Changes to these sections of the collegiate section bylaws template shall become part of these bylaws upon approval of the Society[18]. The section secretary shall incorporate such changes into the section

bylaws and forward the updated bylaws to the Society secretary within six months of notification of the change to the section bylaws template.

ARTICLE X – COLLEGE/UNIVERSITY ADDITIONAL REQUIREMENTS

This article is available for sections to place in their bylaws any text required by their colleges/universities or a statement declaring this a constitution or other named governing document as required by school guidelines. If you do not have any required text, this article is to be deleted.

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[1] Sections may add: There shall be a minimum of one or two business meetings per year.

[2] Sections may change this to use a number and percent that is appropriate for the size of the section. Do not change both the number and percentage.

[3] Sections may change this to use a number and percent that is appropriate for the size of the section. Quorum needs to be greater than just the officers could meet on their own. Do not change both the number and percentage.

[4] The officers shown here (president, vice president, secretary, and treasurer) are the minimum positions. "Secretary" and "Treasurer" titles must not be converted to VP's. President-elect may be added or replace vice president. The secretary and treasurer positions may be officially combined (otherwise this option already exist in the next paragraph of this section.) Other officer positions, such as multiple vice presidents or multiple secretaries, or directors, may be added as deemed appropriate to carry out the activities of the section. Titles like Historian, Webmaster, Girl Scout Coordinator, Social Coordinator, Fundraising Coordinator are not appropriate officer titles. Officers like engineering council representative are fine. If having multiple vice presidents, the bylaws must include a means for identifying who takes over in the absence of the president, and in a vacancy in the presidency. It is not acceptable to have the executive council make this selection. If multiple secretaries are added, one of them must be designated to handle bylaws revision in Article IX. All positions elected by the membership must be included in the bylaws.

[5] Officer terms may be altered to accommodate sections at colleges/universities with mandatory co-op/intern programs where consecutive semester/quarter officer terms are not possible. Common language several sections have used is: "An officer elect may be elected at the time of officer elections for those officers who are only able to serve half a term. Half term service may only be dependent on educational opportunities or graduation."

[6] This is the preferred wording to enable flexibility should the section need it. Some sections may want to prohibit officers from holding more than one office at a time. Then change this paragraph to simply read "Officers shall hold only one office at a time."

[7] If a section adds several officers to their EC then in the EC article the minimum number for quorum needs to be increased; the number here in this article should match to avoid potential shortfalls in meeting quorum.

[8] Additional duties may be added as needed to define the organizational structure. These additional duties should not be procedural in nature. The template duties are intentionally generic; the specifics of these duties should be covered in a procedures document. This allows greater flexibility for the section. When adding a duty that you feel is absolutely required, add it prior to the last one in the template, so that

"Perform such other duties ..." is always the last one listed. Any added officers need to also include their duties in this section.

[9] This is a highly recommended section for nominations and elections; the section may choose to adopt it or modify it, as long as the rights of all members are upheld and the provisions are in the section's bylaws. If modifying this section, follow the same outline as the template. Deadline dates should be chosen to conform with the section's business schedule, keeping in mind that there is a fifteen-day period allowed for petition candidates and that new section officers must be reported to Society headquarters by the end of the fiscal year (June 30). Any major changes to this section will most likely have to be reviewed by the parliamentarian before the can be approved.

[10] Small sections may change this section to at least two members.

[11] This date helps ensure elections are finished so officer training can occur before Spring semester is completed and people graduate or leave campus for the summer. If your school calendar is different than most, a different date may be placed here.

[12] If your schools requires an advisor, delete "recommended, but not"

[13] The provisions are minimums and cannot be removed. Additional provisions may be added provided that they are not in conflict with the Society's bylaws.

[14] May add "Committee chairs shall be non-voting members of the executive council."

[15] May add faculty advisor as non-voting member of EC

[16] Adjust the minimum number for a quorum as necessary, based on the number of positions on the executive council.

[17] No standing committees are included in the template, as they are not required for defining the essential structure and flow of authority within the section. Committees are very important in the operation of the society, and can be better defined in a separate document, such as a procedures document, which can be easily revised as the needs of the section require.

[18] The collegiate section template will not change unless (1) the Society bylaws change and the collegiate section template change is for compliance, or (2) the collegiate section template is changed by the board following at least 60 days notice to all collegiate sections of an anticipated change