

1 **BYLAWS OF THE E010, WESTERN NEW YORK 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 E010, Western New York 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

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

48 **ARTICLE III – OFFICERS**

49 Section 1. Officers**

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

53 Section 2. Eligibility and Term of Office**

54 A. The officers must be voting members of the Society and assigned to the section.
55

56 B. Section officers shall serve for a term of one fiscal year, to coincide with the
57 Society's fiscal year.
58

59 C. Officers may hold more than one office provided that there is a minimum of three
60 elected officers of the section. No one may hold the office of president and treasurer
61 at the same time.
62

63 Section 3. Duties**

64 A. The president shall:

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

81 B. The vice president shall:

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

87 C. The secretary shall:

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

94 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. Submit a financial report to the Society in accordance with established procedures;
4. Provide oversight and guidance to the committee chairs as assigned; and
5. 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.

E. The section representative(s) shall

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

Section 4. Nomination and Election

A. The executive council shall elect at least two members to serve on the nominating committee. The nominating committee shall select its own chair, who must be a voting member of the Society 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. The slate shall be presented to the members of the section by mail, electronic mail, or posting on the section web site by April 15 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 by April 30 or fifteen days after the slate is announced to the members of the section, whichever is later.

E. The chair of the nominating committee shall arrange for the distribution of ballots to occur at least twenty-one 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.

141
142 F. The voting members of the section shall elect the section officers.
143

144 G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be
145 allowed. In the event of a tie, the election for that position shall be determined by lot,
146 conducted by the chair of the nominating committee.
147

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

149 A. Alternate section representatives may be elected during the officer election process.
150

151 B. The executive council may elect alternate(s) for the purpose of attending a region
152 council meeting if the section representative(s) or alternate(s) cannot attend.
153

154 C. All alternates shall be designated in the order in which they will be called to serve,
155 with alternates elected by the membership serving before those selected in any
156 other manner.
157

158 D. Alternate section representatives must meet the same eligibility requirements as
159 section representatives.
160

161 Section 6. Vacancies

162 A. A vacancy in the office of president shall be filled by the vice president for the
163 remainder of the term.
164

165 B. A vacancy in the office of vice president, secretary, or treasurer shall be filled by
166 election by the executive council.
167

168 C. A vacancy in the office of section representative shall be filled by the next available
169 alternate section representative. If there is no available alternate section
170 representative, the executive council may elect an alternate to fill the vacancy.
171

172 **ARTICLE IV – EXECUTIVE COUNCIL**

173 Section 1 Composition

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

179 Section 2. Duties

180 The executive council shall:

- 181 1. Transact the business of the section;
- 182 2. Implement section policies as determined by the membership;
- 183 3. Elect the members of the nominating committee;
- 184 4. Approve the appointment of all committee chairs, except the chair of the
185 nominating committee;
- 186 5. Ensure that the section is represented at region council meetings; and

- 187 6. Approve the section budget and authorize expenditures not included in the
188 approved budget.
189

190 Section 3. Conducting Business

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

198 Section 4. Quorum

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

205 Section 5. Removal

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

212 **ARTICLE V – COMMITTEES**

- 213 A. The executive council may establish committees as the need arises.
214
215 B. The chairs of the committees shall be appointed by the president. The members of
216 the committees shall be appointed by the chair of the committee with the approval of
217 the president.
218
219 C. The executive council shall prepare a description of the duties and reporting
220 relationships of each committee.
221
222 D. Each committee chair shall present a status report to the membership when
223 requested by the executive council contact. Each committee chair shall also prepare
224 an annual report providing input to the section representative for the section's final
225 report to the Society.
226

227 **ARTICLE VI – DISSOLUTION****

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

ARTICLE VII – PARLIAMENTARY AUTHORITY**

The rules contained in the tenth edition of *Robert's Rules of Order Newly Revised* 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 VIII – 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 thirty 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 professional section bylaws template. Changes to these sections of the professional section bylaws template shall become part of these bylaws upon approval of the Society. 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.