

1                   **BYLAWS OF THE NEW YORK STATE CAPITAL DISTRICT 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 New York State Capital District 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.  
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43 Section 4. Quorum

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

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49 **ARTICLE III – OFFICERS**

50 **Section 1. Officers\*\***

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

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53 **Section 2. Eligibility and Term of Office\*\***

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- 55
- 56 A. The officers must be voting members of the Society who are assigned to the section.  
57 The president and vice president must also be non-collegiate members of the  
58 Society. Collegiate members who will be assigned to the section may be candidates  
59 for positions other than president or vice president provided they will be members of  
60 the section and will qualify for professional membership before the start of the term  
61 of office; however, they must meet these requirements in order to serve.
- 62
- 63
- 64 B. Section officers shall serve for a term of one fiscal year, to coincide with the  
65 Society's fiscal year.
- 66
- 67 C. Officers may hold more than one office provided that there is a minimum of three  
68 elected officers of the section. No one may hold the office of president and treasurer  
69 at the same time.

70  
71 **Section 3. Duties\*\***

- 72 A. The president shall:
- 73 1. Represent the section before the public and preside at meetings of the section  
74 and its executive council;
- 75 2. Appoint the chairs of all committees, with the approval of the executive council,  
76 except the chair of the nominating committee;
- 77 3. Approve the appointment of all committee members, except the members of the  
78 nominating committee;
- 79 4. Authorize the disbursement of section funds within the budget approved by the  
80 executive council;
- 81 5. Be an authorized signatory on all section accounts;
- 82 6. Coordinate activities and execute the business and policies of the section  
83 between meetings;
- 84 7. Review and approve the year-end section financial report;
- 85 8. Provide oversight and guidance to the committee chairs as assigned, and  
86 9. Perform other duties normally associated with the office of president or as may  
87 be assigned by the executive council or the governance documents.
- 88
- 89 B. The vice president shall:
- 90 1. Assume the duties of the president if the president is temporarily unable to serve;
- 91 2. Provide oversight and guidance to the committee chairs as assigned; and

- 92 3. Perform such other duties as may be assigned by the president, the executive  
93 council, or the governance documents.  
94

95 C. The secretary shall:

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

102 D. The treasurer shall:

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

- 115 A. The executive council shall elect at least three members to serve on the nominating  
116 committee. The nominating committee shall select its own chair, who must be a  
117 non-collegiate member of the Society but does not need to have been elected to the  
118 committee by the executive council.  
119

- 120 B. Members of the nominating committee may not become candidates during their  
121 tenure of service on the nominating committee.  
122

- 123 C. The nominating committee shall propose at least one qualified candidate for each of  
124 the officer positions. The slate shall be presented to the members of the section by  
125 mail, electronic mail, or posting on the section web site by April 15 of each year.  
126

- 127 D. Additional candidates may be nominated by petition, provided that:

- 128 1. The member is eligible for the position;  
129 2. The member has given written consent to being placed on the ballot;  
130 3. A minimum of two percent or five of the voting members of the section,  
131 whichever is greater, have signed a petition or endorsed an email to place the  
132 candidate's name on the ballot; and  
133 4. The petition, together with the written consent, is submitted to the chair of the  
134 nominating committee by April 30 or fifteen days after the slate is announced to  
135 the members of the section, whichever is later.  
136

- 137 E. The chair of the nominating committee shall arrange for the distribution of ballots to  
138 occur at least twenty-one days prior to the required return date for the vote. Voting  
139 may be by mail, electronic mail or web-based provided that mail ballots are sent to  
140 those without electronic access. The chair of the nominating committee shall select  
141 a tellers committee to receive and count the votes, and to report the results to the  
142 president.  
143
- 144 F. The voting members of the section shall elect the section officers.  
145
- 146 G. A plurality shall elect for each office. Write-in votes for eligible candidates shall be  
147 allowed. In the event of a tie, the election for that position shall be determined by lot,  
148 conducted by the chair of the nominating committee.  
149

#### 150 Section 6. Vacancies

- 151 A. A vacancy in the office of president shall be filled by the vice president for the  
152 remainder of the term.  
153
- 154 B. A vacancy in the office of vice president, secretary, or treasurer shall be filled by  
155 election by the executive council.  
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### 158 **ARTICLE IV – EXECUTIVE COUNCIL**

#### 159 Section 1. Composition

160 The governing body of the section shall be the executive council. The officers of the  
161 section shall constitute the executive council. An individual holding more than one  
162 position on the executive council has only one vote and counts as a single person for  
163 the purpose of a quorum.  
164

#### 165 Section 2. Duties

166 The executive council shall:

- 167 1. Transact the business of the section;
- 168 2. Implement section policies as determined by the membership;
- 169 3. Elect the members of the nominating committee;
- 170 4. Approve the appointment of all committee chairs, except the chair of the  
171 nominating committee; and
- 172 5. Approve the section budget and authorize expenditures not included in the  
173 approved budget.  
174

#### 175 Section 3. Conducting Business

- 176 A. The executive council shall meet regularly to conduct the business of the section  
177 upon the call of the section president or by written petition of at least one-third of the  
178 voting members of the executive council.  
179
- 180 B. Unless otherwise restricted by law or these bylaws, the executive council may also  
181 conduct business by telephone, mail, electronic mail, fax, or other electronic devices.

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183 Section 4. Quorum

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

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187 B. No member of the executive council may vote by proxy.  
188

189 Section 5. Removal

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

198 A. The executive council may establish committees as the need arises.  
199

200 B. The chairs of the committees shall be appointed by the president. The members of  
201 the committees shall be appointed by the chair of the committee with the approval of  
202 the president.  
203

204 C. The executive council shall prepare a description of the duties and reporting  
205 relationships of each committee.  
206

207 D. Each committee chair shall present a status report to the membership when  
208 requested by the executive council contact. Each committee chair shall also prepare  
209 an annual report providing input to the section's final report to the Society.  
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212 **ARTICLE VI – DISSOLUTION\*\***

213 In the event of dissolution, the assets of the section shall be first used to pay any  
214 remaining debts, after which any remaining funds shall be disbursed to SWE sections,  
215 the SWE members at large organization, the Society, or SWE endowment funds as  
216 recommended by the section's executive council and approved by the SWE board of  
217 directors.  
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220 **ARTICLE VII – PARLIAMENTARY AUTHORITY\*\***

221 The rules contained in the parliamentary authority specified in the Society bylaws shall  
222 govern this section in all cases to which they are applicable and in which they are not  
223 inconsistent with these bylaws and any special rules of order the section may adopt.  
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226 **ARTICLE VIII – AMENDMENT\*\***

*SWE Professional section standard bylaws 01-24-18. Approved by the BOD on 02-09-18  
Bylaws of the New York State Capital District Section Approved by the New York State Capital District on 06-28-18  
Approved by Society Secretary on 08-24-18*

- 227 A. These bylaws may be amended by a two-thirds vote of the members present and  
228 voting at a meeting or of the ballots received prior to the stated deadline.  
229
- 230 B. Amendments may be proposed by a majority of the executive council or five voting  
231 members of the section. All proposed amendments must be submitted to the  
232 secretary.  
233
- 234 C. Written notice, delivered either by mail or electronically, must be given to all  
235 members of the section at least thirty days prior to the date of the meeting or the  
236 specified date for voting to be completed.  
237
- 238 D. Amendments adopted by the section shall be sent to the Society secretary according  
239 to established procedures, and shall become effective after approved by the Society  
240 secretary.  
241
- 242 E. Required sections are marked with a double asterisk (\*\*) and conform to the  
243 professional section bylaws template. Changes to these sections of the professional  
244 section bylaws template shall become part of these bylaws upon approval of the  
245 Society. The section secretary shall incorporate such changes into the section  
246 bylaws and forward the updated bylaws to the Society secretary within six months of  
247 notification of the change to the section bylaws template.  
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