

**BYLAWS OF THE E005, PHILADELPHIA SECTION**  
**OF**  
**THE SOCIETY OF WOMEN ENGINEERS**

**ARTICLE I - NAME AND OBJECTIVES\*\***

**Section 1. Name**

The name of this organization shall be the E005, Philadelphia 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 Society bylaws.

**Section 4. Non-discrimination**

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**

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, whichever is greater. At least thirty days written notice shall be provided to all members prior to such a business meeting.

**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, senior vice president, two vice presidents, secretary, treasurer, and section representative(s) as designated in the Society bylaws.

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

- 52 A. The officers must be voting members of the Society and assigned to the section.  
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54 B. Section officers shall serve for a term of one fiscal year, to coincide with the Society's fiscal  
55 year.  
56  
57 C. Officers may hold more than one office provided that there is a minimum of five elected  
58 officers of the section. No one may hold the office of president and treasurer at the same  
59 time.  
60

61 Section 3. Duties\*\*

- 62 A. The president shall:  
63 1. Represent the section before the public and preside at meetings of the section and its  
64 executive council;  
65 2. Appoint the chairs of all committees, with the approval of the executive council, except  
66 the chair of the nominating committee;  
67 3. Approve the appointment of all committee members, except the members of the  
68 nominating committee;  
69 4. Authorize the disbursement of section funds within the budget approved by the executive  
70 council;  
71 5. Be an authorized signatory on all section accounts;  
72 6. Coordinate activities and execute the business and policies of the section between  
73 meetings;  
74 7. Review and approve the year-end section financial report;  
75 8. Provide oversight and guidance to the committee chairs as assigned, and  
76 9. Perform other duties normally associated with the office of president or as may be  
77 assigned by the executive council or the governance documents.  
78  
79 B. The senior vice president shall:  
80 1. Assume the duties of the president if the president is temporarily unable to serve;  
81 2. Provide oversight and guidance to the committee chairs as assigned, and  
82 3. Perform such other duties as may be assigned by the president, the executive council,  
83 or the governance documents.  
84  
85 C. The vice presidents shall:  
86 1. Provide oversight and guidance to the committee chairs as assigned; and  
87 2. Perform such other duties as may be assigned by the president, the executive council,  
88 or the governance documents.  
89  
90 D. The secretary shall:  
91 1. Maintain the records of the section;  
92 2. Provide oversight and guidance to the committee chairs as assigned, and  
93 3. Perform other duties normally associated with the office of secretary or as may be  
94 assigned by the president, the executive council, or the governance documents.  
95  
96 E. The treasurer shall:  
97 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.

F. 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 three 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.
- F. The voting members of the section shall elect the section officers.
- G. A plurality shall elect for each office. 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. Alternate Section Representative(s)\*\*

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

#### 158 Section 6. Vacancies

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

### 170 **ARTICLE IV - EXECUTIVE COUNCIL**

#### 171 Section 1. Composition

172 The governing body of the section shall be the executive council. The officers of the section  
173 shall constitute the executive council. Committee chairs shall be non-voting members of the  
174 council. An individual holding more than one position on the executive council has only one vote  
175 and counts as a single person for the purpose of a quorum.  
176

#### 177 Section 2. Duties

178 The executive council shall:

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

#### 188 Section 3. Conducting Business

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

196 Section 4. Quorum

197 A. A quorum shall be a majority of the members of the executive council then in office, but not  
198 less than four, one of whom is the president, senior vice president, or section representative.

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

202 Section 5. Removal

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

210 **ARTICLE V - COMMITTEES**

211 Section 1. Committees

212 A. There are no standing committees.

214 B. The executive council may establish committees as the need arises.

216 Section 2. Appointment

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

220 Section 3. Duties

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

224 Section 4. Reports

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

230 **ARTICLE VI - DISSOLUTION\*\***

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

237 **ARTICLE VII- PARLIAMENTARY AUTHORITY\*\***

238 The rules contained in the tenth edition of *Robert's Rules of Order Newly Revised* shall govern  
239 this section in all cases to which they are applicable and in which they are not inconsistent with  
240 these bylaws and any special rules of order the section may adopt.

243 **ARTICLE VIII - AMENDMENT\*\***

- 244 A. These bylaws may be amended by a two-thirds vote of the members present and voting at a  
245 meeting or of the ballots received prior to the stated deadline.  
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- 247 B. Amendments may be proposed by a majority of the executive council or five voting members  
248 of the section. All proposed amendments must be submitted to the secretary.  
249
- 250 C. Written notice, delivered either by mail or electronically, must be given to all members of the  
251 section at least thirty days prior to the date of the meeting or the specified date for voting to  
252 be completed.  
253
- 254 D. Amendments adopted by the section shall be sent to the Society secretary according to  
255 established procedures, and shall become effective after approved by the Society secretary.  
256
- 257 E. Required sections are marked with a double asterisk (\*\*) and conform to the professional  
258 section bylaws template. Changes to these sections of the professional section bylaws  
259 template shall become part of these bylaws upon approval of the Society. The section  
260 secretary shall incorporate such changes into the section bylaws and forward the updated  
261 bylaws to the Society secretary within six months of notification of the change to the section  
262 bylaws template.