

# Wyoming Engineering and Surveying Society

## Constitution & Bylaws

(Revised September 2020 - DRAFT for Comments)

### Article I

#### NAME

Section 1. This Society shall be known as the Wyoming Engineering and Surveying Society, hereinafter called the Society.

#### MISSION

Section 2. The mission of the Society:

- A. Support and enhance participation among individuals involved in the engineering and surveying professions in the State of Wyoming.
- B. Fulfill this mission predominately through an annual, statewide convention.
- C. The annual conventions shall bring participants together to:
  - i. Promote collaboration, discussion, and fellowship;
  - ii. Provide opportunities to acquire Continuing Professional Competency (CPC) credits;
  - iii. Provide opportunities to review available tools and skills through industry exhibitors;
  - iv. Enhance public recognition and professional awareness of engineering and surveying projects recently completed in the state; and
  - v. Provide support for and recognition of engineering and surveying students at colleges and universities in the state.

#### NATURE

Section 3. This Society shall operate as a 501(c)(6) non-profit association.

#### GENDER REFERENCES

Section 4. Masculine/singular terms, when used in these governance documents, shall include the feminine/plural.

#### NON-DISCRIMINATION

Section 5. The Society does not and shall not discriminate on the basis of race, color, religion, sex, gender, age, national origin, disability, marital status, political affiliation, or military status in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services.

## **Article II**

### **MEMBERSHIP**

Section 1. The Society shall consist of Members, Honorary Members, Student Members, and Charter Members.

Section 2. Membership in the Society is open to all who have an appreciation for and are supportive of the engineering and/or surveying profession(s).

Section 3. Student membership in the society is open to all who are actively pursuing a higher education degree.

Section 4. Anyone wishing to become a Member or a Student Member shall complete and submit an Application for Membership to the Executive Director of the Society. The Application for Membership shall be accompanied by dues for one year.

Section 5. When a Student Member has completed their degree at a college or university, they shall notify the Executive Director and they will be changed to Member status.

Section 6. Any person may be elected to Honorary Membership in the Society by the unanimous vote of the Past Presidents convened at the Annual Meeting. The term Member shall also include Honorary Members. Honorary Members shall be exempt from dues.

Section 7. Upon the written request of five members that for a cause therein set forth a member be expelled, the Executive Committee shall investigate the matter, and shall advise the accused of the charges. The accused shall be allowed sixty days in which to answer the charges, after service has been had upon them, either in person, or by registered mail, and should they not answer they will stand expelled. If they answer the charges, the Executive Committee shall consider the matter and refer it to a vote of the Society. It shall take a three-quarter vote of the members voting to expel. The vote shall be closed thirty days after the Secretary sends out notice of the ballot.

Section 8. Members who joined the Society prior to May 1, 1918, shall be known as Charter Members. The term Member shall also include Charter Members.

## **Article III**

### **DUES**

Section 1. The dues shall be set by a vote of the membership convened at the Annual Meeting. Dues are to be paid annually with membership being granted for the calendar year within which the annual meeting was held. Any member whose dues are delinquent for two years shall be removed from the membership. Reinstatement of membership shall be accompanied by an application per Article II Section 4.

## **Article IV**

### **OFFICERS**

Section 1. The officers of the Society shall consist of a President, Vice President, Secretary/Treasurer, and Immediate Past President. The Executive Committee is composed of the President, Vice President, and Secretary/Treasurer

### **PRESIDENT**

Section 2. The President shall preside at all meetings of the Society and enforce a due observance of the Bylaws and Operating Practices, and shall appoint committee and task force chairs, unless otherwise described. The President shall announce the result of all balloting and other votes of the Society, shall convene special meetings when petitioned by ten members of the Society, and shall perform such other duties as appertain to the office.

### **VICE PRESIDENT**

Section 3. The Vice President shall assist the President of the Society and shall perform the duties of the President during the absence of the President. The Vice President is responsible for preparing the convention program.

### **SECRETARY/TREASURER**

Section 4. The Secretary/Treasurer shall oversee the financial affairs of the Society, participate in the Finance and Budget committee, review the financial documents maintained by the Executive Director, deliver a financial report to the Society at the Annual Meeting, and provide to their successor at the end of the official term, all books, papers, and other documents appertaining to the office as may be required by the Society.

### **IMMEDIATE PAST PRESIDENT**

Section 5. The Immediate Past President shall serve in a non-voting, advisory capacity to the Executive Committee. The immediate past president shall serve as Chair of the Nomination Committee, as well as a liaison between the Nominations and Executive Committees.

### **OFFICES DECLARED VACANT**

Section 6. Any office may be declared vacant by the Executive Committee of the Society for inability or for non-attendance, or for neglect of official duties.

### **VACANCIES, HOW FILLED**

Section 7. All vacancies which may occur by death, resignation or otherwise shall be filled by appointment by the Executive Committee and such person shall hold office until the next annual election.

## **TERM OF OFFICE**

Section 8. The term of the office of the President, Vice President, Secretary/Treasurer, and Immediate Past President, shall be one year, the official term beginning at the close of business of the annual meeting and ending at the close of business at the next annual meeting.

## **SUCCESSION OF OFFICES**

Section 9. The Vice President shall be nominated for President, and the Secretary/Treasurer shall be nominated for Vice President following their respective one-year terms.

## **Article V**

### **EXECUTIVE DIRECTOR**

Section 1. The Executive Director shall maintain all records of the Society, keep a record of the minutes of meetings of the Society, develop and maintain a roster of the names and addresses of all members, and perform correspondence of the Society. The Executive Director shall collect membership dues, manage the financial affairs of the Society, provide information to the Secretary-Treasurer for a financial report to the Society at the Annual Meeting, and deliver up to the successor when required all books, papers, and other documents appertaining to the office as may be required by the Society. The Executive Director shall deliver up, when legally called upon to do so, all money, bonds, papers, books, and other documents belonging to the Society to the successor in office or to whom the Society may specially appoint. The Executive Director shall not concurrently serve as an officer, committee chairman, member of a committee, task force chairman, or member of a task force.

## **Article VI**

### **COMMITTEES**

Section 1. There shall be an Executive Committee composed of the President, Vice President, and Secretary-Treasurer. It shall be the duty of the Executive Committee to prepare the program for meetings, and to discharge all other duties that may be required of them by the Society. This Committee shall be empowered to act on matters requiring prompt action between meetings of the Society. It shall approve all bills if correct, payable by the Society, and report as quickly as possible on any business they may have on hand. Any matters coming before the Society may be referred to this Committee, without vote, provided no objection is made thereto.

Section 2. The President shall appoint individuals to chair the following committees: Convention, Finance and Budget, Legislative, Presidential Project Award, Publicity, Resolutions, Scholarship, Site Selection, and such other committees and task forces as may be deemed necessary. All committee chairman and members shall be Members of the Society.

Section 3. The Nominating Committee shall be chaired by the Immediate Past President of the Society. If the immediate Past President is unable to chair this committee, the committee shall be chaired by the next immediate Past President able to serve as Chairman. The Chairman shall appoint two other Past Presidents to serve on the Nominating Committee.

## **Article VII**

### **ELECTIONS**

Section 1. The election of officers shall take place at the Annual Meeting by a vote of the membership convened at the Annual Meeting. A slate of candidates shall be considered by the Nominating Committee and a recommendation made to the membership to be voted on at the Annual Meeting.

### **TIME AND PLACE OF MEETING**

Section 2. The time of the annual meetings shall be determined by the Executive Committee. The place of meetings shall be determined by vote of the membership convened at the Annual Meeting.

## **Article VIII**

### **VOTING PRIVILEGES**

Section 1. Any Member, Honorary Member, or Student Member in good standing is eligible and shall be entitled to vote.

Section 2. Except as otherwise provided in these Bylaws, eligible voters must be present at any meeting in order to exercise their right to vote.

## **Article IX**

### **QUORUM**

Section 1. A quorum shall consist of twenty of the Members.

## **Article X**

### **AVAILABILITY OF GOVERNANCE DOCUMENTS**

Section 1. The Society Operating Practices shall be made available to all members on demand in an electronic format available via request from any member and on the Society website.

## **Article XI**

### **MANUAL**

Section 1. *Robert's Rules of Order, Newly Revised* (current edition) shall be the manual governing parliamentary work.

## **Article XII**

## **USE OF DUES**

Section 1. All money paid into the treasury shall be used as deemed expedient by the members of the Society.

## **Article XIII**

### **AMENDMENTS**

Section 1. The Articles of these Bylaws may be amended at any Annual Meeting by a two-thirds vote of the members voting, or the ballot may be by mail. If the vote is to be conducted by mail ballot the Executive Director shall send a copy of the proposed amendment, together with a ballot, to each member. After sixty days from the time when ballots are sent out by the Executive Director, the ballot shall be closed. The Executive Director shall examine the ballot and advise the President of the vote of the amendment.

## **Article XIV**

### **DISSOLUTION**

Section 1. Upon dissolution of the Society, any remaining funds shall be distributed to one or more regularly organized and qualified educational, scientific, or philanthropic organizations to be selected by the Executive Committee.