

The CONSTITUTION
of the
SOCIETY OF ALLIED WEIGHT ENGINEERS, INC.
consists of
The ARTICLES OF INCORPORATION and the BY-LAWS

Revision

May 2016

SOCIETY OF ALLIED WEIGHT ENGINEERS, INCORPORATED
 BY-LAWS
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ARTICLE I - NAME AND ADDRESS OF ORGANIZATION

1. The corporate name of this international organization shall be "Society of Allied Weight Engineers, Inc." hereinafter referred to as the Society.
2. The Society is a non-profit organization incorporated under the corporation laws of the State of California on April 2, 1941. The Society address shall be a Post Office box in Los Angeles, California.

ARTICLE II - PURPOSES

1. The Society was established in 1939 by dedicated professionals to provide a means for those having a significant interest in any aspect of mass properties engineering (weight engineering) to unite and thereby attain the advantages inherent to any such organized group.
2. The Society shall promote the recognition of mass properties engineering as a specialized discipline in the entire spectrum of professional engineering.
3. The Society shall serve as a medium by which its members will exchange and publish mass properties techniques and state-of-the-art improvements in the profession.
4. The Society shall continually encourage and promote, throughout the applicable industries, the design and manufacture of optimum weight equipment, the development of new materials, and improvements in the state-of-the art.
5. The Society shall function to encourage its members to give their full support and participation to promote a continuous improvement in the interrelations between mass properties engineers for mutual benefits.
6. The Society, through the effective action of its Board of Directors, shall give public recognition to any person or organization that contributes significantly to the enhancement of the professionalism of the Society or that develops a new technology that significantly improves mass properties efficiency.
7. The Society shall maintain an on-going effort to encourage the inclusion and advancement of mass properties engineering in the curriculum of studies in institutions of higher learning.
8. The Society, including members, officers, and staff, are expected to conscientiously adhere to antitrust laws in the United States and competition laws of other countries that may apply. The SAWE will neither knowingly permit nor condone anti-competitive behavior, whether willful or inadvertent, in connection with any SAWE activity.

ARTICLE III - MEMBERSHIP

1. Introduction

All persons engaged in the profession of mass properties engineering or in work, which contributes to the advancement of this specialized branch of engineering, shall be eligible for membership in the Society.

2. Membership Classification

The membership of the Society shall consist of Honorary Fellows, Fellows, Charter Members, Members, Student Members, Retired Members, Company Members, Corporate Partners and Benefactors. The specific qualifications, rights, privileges, and benefits of each membership grade are as follows:

(a) HONORARY FELLOWS shall be persons who have achieved eminence in mass properties engineering, or who have made outstanding contributions to the advancement of the Society. Candidates are nominated by the Awards Committee and elected to Honorary Fellowship by a three-fourths vote of the Board of Directors. Not more than two Honorary Fellows shall be elected in one administrative year. Honorary Fellows shall be eligible to vote, hold Chapter and International Office, and shall be Life Members of the Society without payment of dues.

(b) FELLOWS shall be persons who have achieved distinction in mass properties engineering, or who have materially contributed to the advancement of the Society. Candidates are nominated by the Awards Committee and are elected to Fellowship by a three-fourths vote of the Board of Directors. Not more than five Fellows shall be elected in any one administrative year. Fellows shall be eligible to vote, hold Chapter and International Office, and shall pay dues in accordance with the grade of membership they would otherwise be eligible to hold.

(c) CHARTER MEMBERS shall be those members of the society who participated in the organization of the Society and who attended the first three (3) meetings of the Society. They shall be distinguished by having their membership cards bear the word "Charter" following the designation of their membership grade. Such Charter Members shall retain their membership grade without payment of dues upon leaving mass properties engineering.

(d) MEMBERS shall be persons who, at the time of application, are engaged in mass properties engineering or are engaged in related commercial, financial, or manufacturing fields which maintain relationship with mass properties engineers. Members shall have full voting rights, and shall be eligible to hold Chapter Office. Members shall be eligible to hold International Office only by approval of the Board of Directors.

(e) STUDENT MEMBERS shall be undergraduate students attending accredited schools or universities and who are in good academic standing. Student Members shall be automatically transferred to member grade upon graduation or entering industry. Student members shall be eligible to vote or hold office only in a Student Chapter.

(f) RETIRED MEMBERS shall be persons who, during their professional career, were members of the Society. Retired Members eligibility to vote and hold office shall be that of the membership grade held upon retirement.

(g) COMPANY MEMBERS shall be any organizations interested in the professional practice of mass properties engineering and in promoting the Society. Company members shall not be eligible to vote or hold office on the basis of this membership classification.

(h) CORPORATE PARTNERS shall be any organizations interested in the professional practice of mass properties engineering and in promoting the Society. Corporate partners shall not be eligible to vote or hold office on the basis of this membership classification. Corporate partners shall have one (1) seat on the Board of Directors with full voting rights.

(i) BENEFACTORS shall be those individuals who, because of their interest in the advancement of the Society, shall have contributed a substantial sum of money from their own resources. Candidates are nominated by the Awards Committee and elected by three-fourths vote of the Board of Directors. Benefactors shall have voting rights without payment of dues. Benefactor's eligibility to hold office shall be in accordance with the membership grade for which he would otherwise be eligible.

(j) LIFETIME MEMBERS - Lifetime membership shall be those individuals who choose to pay 15X their current membership rate at time of renewal.

3. Applications for Membership

Applications for membership shall be made to the Treasurer of the Chapter of their choice, or to the Executive Director if no Chapter affiliation is reasonable or desired. Members with no Chapter affiliation shall be members-at-large.

(a) The Chapter Membership Committee shall assign the grade of membership for all members affiliated with a Chapter in accordance with the requirements above.

(b) In the case of members-at-large, the Executive Director shall assign the grade of membership.

4. Change of Membership Grade

All members of the Society shall have the privilege of applying for a change of membership grade. Members who are affiliated with a Chapter shall send their applications to the Chapter Treasurer. Members-at-large shall send their applications to the Executive Director.

ARTICLE IV – INTERNATIONAL ORGANIZATION

1. Introduction

The Society shall be composed of Chapters and Members-at-Large regulated by a Board of Directors.

2. Chapters

(a) Chapters composed of members of various grades may be established after application to and approval by, the Board of Directors.

(b) At the time of application to the Board of Directors, a new chapter shall have a minimum of nine (9) voting members. To maintain Chapter status the Director of each chapter must inform the Executive Director prior to each Annual Conference of the results of their election of officers and express their Chapter's desire and ability to remain active for the coming year.

(c) The functions of a Chapter shall be the encouragement of members to present, publish or discuss papers, to confer and suggest as to matters of policy, to study mass properties engineering problems, to cooperate with other Chapters and local engineering societies in matters of common interest, and to bring about closer personal acquaintance and a spirit of cooperation between engineers and organizations in a Chapter area.

(d) Chapters shall not assume to speak for the Society unless authorized by the Board of Directors.

(e) When a Chapter disbands or dissolves, all moneys in the Chapter treasury must be forwarded to the Executive Director immediately.

3. Student Chapters

(a) A group of students in attendance at an accredited school or university may apply to the Board of Directors for Student Chapter status.

(b) A Student Chapter shall not be represented on the Board of Directors and shall not assume to speak for the Society.

4. Officers

(a) International Officers

(1) International Elected Officers - The elected International Officers shall be: International President, Executive Vice-President, Senior Vice-President, Directors (elected by each chapter)

(2) International Appointed Officers shall be: Executive Director, Vice-President/Internet Operations, Vice-President/Publications, Vice-President/Technical Director, Vice-President/Training, Vice-President/Vendor Relations, and Vice-President/Standards and Practices.

(3) The term of office for the President, Executive Vice-President and Senior Vice-President shall be one (1) year, beginning during the Annual Conference.

(4) The term of office for the immediate Past President shall be throughout the incumbency of the President.

(5) Each new Chapter shall elect one (1) Director at the time of the next regular election after its admission to the Society. The term of office of such first-elected Director shall be either one (1) or two (2) years, to be specified by the Board of Directors so as to maintain a balance between newly elected and incumbent Directors at all times. Second elected and subsequent Directors shall serve for two (2) years. A vacancy in the office of Director shall be filled for the unexpired term by a special election of the affected Chapter.

(6) The President, Executive Vice-President, Senior Vice-President, and Directors may be elected for a second consecutive term. Following such second consecutive term, at least one (1) term must elapse before becoming eligible for service in the same office.

(7) All appointed International Officers and employees shall hold office or position at the discretion of the Board of Directors.

(8) Vacancies in any International elected office for the unexpired term shall be filled by appointment of the Board of Directors.

(b) Chapter Officers

(1) The officers of a Chapter shall be President, a Vice-President, a Secretary and a Treasurer. In small Chapters, the offices of Secretary and Treasurer may be combined.

(2) A term of office for a Chapter President, Vice-President and Secretary shall be one (1) year, beginning on the date the International Officers assume office. A term of office for the Chapter Treasurer shall be either a one (1) or two (2) year term beginning on the date the International Officers assume office. A vacancy in the office of Chapter President shall be filled by the Chapter Vice-President as set forth in Article VI, 2. (b). A vacancy in any other Chapter office shall be filled for the unexpired term by appointment by the Chapter Executive Committee. A Chapter Officer may be re-nominated and re-elected to the same office for a second consecutive term. Following such second consecutive term at least one (1) term must elapse before becoming eligible for service in the same office.

(c) Student Chapter Officers

(1) The officers of the Student Chapter shall be President, Vice-President, Secretary, Treasurer, and Director. These officers shall comprise the Executive Committee.

(2) In order to be eligible to hold office, a student member must be in good academic standing.

(3) The term of office shall not exceed twelve (12) months.

(d) The status and/or terms of office of any incumbent officer or officer-elect may not be altered by reason of any amendment to these By-Laws.

5. Board of Directors

(a) The Board of Directors shall consist of the International President, the Executive Vice- President, the Senior Vice-President, the President-Elect, the Executive Vice-President-Elect, the Senior Vice-President-Elect, the immediate Past President, the Executive Director, the Vice-President/Internet Operations, the Vice-President/Publications, the Vice-President/Technical Director, the Vice-President/Training, Vice-President/Vendor Relations, the Vice-President/Standards and Practices, Corporate Partners and the Directors.

(b) The President, Executive Vice-President, Senior Vice-President, President-Elect, Executive Vice-President-Elect, Senior Vice-President-Elect, immediate Past President, Executive Director, Vice-President/Internet Operations, Vice-President/Publications, Vice-President/Technical Director, Vice-President/Training, Vice-President/Vendor Relations, and the Vice-President/Standards and Practices shall each have a voting power of one (1) on all matters coming before the Board of Directors. In the event a single individual occupies two of the above offices, the voting power for the combination of these offices is one (1).

(c) Each Corporate Partner shall have the voting power of one (1) on all matters coming before the Board of Directors.

(d) The voting power of each Director shall be equal to the number of voting members in his Chapter. The voting power of each Director shall be determined by the Executive Director immediately prior to any Board of Director's action.

(e) A quorum of the Board of Directors shall include representation by Directors whose combined voting power is greater than one-half of the total Director voting power. This voting power shall be the basis for all Board of Director's action.

(f) Representation by a Director at a Board of Directors meeting may be by proxy. Written authorization by the Director must be presented to the Executive Director as a condition of eligibility as a proxy. This written authorization may or may not include specific instructions as to voting on specific agenda items.

6. Nominations and Election of International Officers

(a) The Executive Director shall contact by mail each member of the Board of Directors by 15 October each year, requesting each to submit the name(s) and background(s) of the eligible Society member(s) who are willing and able to accept nomination and possible election to International Office. The Executive Director must be notified if no nominations are to be submitted. The Executive Director must receive replies by 15 December.

(b) Ballots for election of International Officers shall contain a maximum of three (3) candidates for each office. The number of candidates need not be the same for all offices. When more than three (3) nominees are submitted for any office, they shall be reduced to three (3) on the ballot by use of the following procedure:

(1) The Executive Director shall assemble the names and backgrounds submitted to him and present the complete list to each member of the Board of Directors. Each member of the Board will indicate his preference in order for each office and return the list to the Executive Director by 1 February.

(2) The Executive Director shall score the results of the Directors' preferences. The first preference by each member of the Board of Directors shall receive five (5) points, the second three (3) points, and the third one (1) point. The score for each candidate is the product of the points and the voting power of the Board member in accordance with Article IV, 5. (b) and (c). The total score for each candidate is the summation of the individual scores of the Board of Directors voting.

(3) The three (3) nominees receiving the highest total scores shall be presented to the membership for election during the month of March.

(c) A three-fourths vote of the Board of Directors shall be necessary to add nominees to the list after 15 December, or to waiver any of the dates established herein.

(d) Election of a member to any Society office shall automatically result in his forfeiture of any lesser elected office.

(e) Election winners shall be determined by a majority of the votes cast.

(f) In the event of a tie for election, a ballot including only the tied candidates shall be voted.

7. Nominations and Election of Chapter Officers and Director

(a) The Chapter President shall appoint a Nominating Committee Chair prior to 1 March.

(b) The Nominating Committee Chair shall appoint two (2) or more committee members, and shall present the committee's nominations at a Chapter meeting prior to 25 March. Additional nominations may be made at this meeting by voting members. It should be noted that the Director is elected for a two (2) year term with exception stated in Article IV, 4. (a)(5).

(c) The Nominating Committee shall distribute ballots to the voting members by 1 April and ballots shall be returned before 15 April.

(d) Election winners shall be determined by a plurality of the votes cast.

(e) In the event of a tie for election, a ballot including only the tied candidates shall be voted.

(f) In the case of small Chapters, when the Executive Committee anticipates that it will be difficult to find more than one (1) candidate for each office, nominations and elections may be completed at a Chapter meeting held prior to 15 April, in a manner prescribed by the Executive Committee.

8. Nominations and Election of Student Chapter Officers

(a) Announcement of the meeting in which elections will take place will be the responsibility of the Vice-President. The Vice-President shall announce the meeting in the school bulletin or equally effective public notice at least one week prior to the election.

(b) Nominations for office may be made by any member. However, a list of candidates shall be presented by the Executive Committee in the meeting of the election.

(c) The election meeting shall take place during the next to the last regularly scheduled meeting in the academic term preceding the one in which the newly-elected officers are to serve. A quorum of members must be present at this meeting in order to have a valid election.

(d) A vote of at least one over 50% of the members present at the meeting shall be required to elect a candidate to office.

9. Fiscal Year

The fiscal year of the Society begins 1 May.

ARTICLE V – COMMITTEES

1. Introduction

Committees shall be formed at the International, Chapter, and Student Chapter levels for advising the officers of the Society and for transacting certain affairs of the Society.

2. International Committees

(a) Standing International Committees to deal with all current and new business of the society shall be addressed by these committees listed in alphabetic order below.

(1) ACADEMIC BOARD

Purpose: The Academic Board shall be directly responsible for development and execution of all plans and programs that interface between the Society and the academic community. These activities will include but are not limited to establishing contacts within the academic community, creating an awareness of the Society and weight engineering, promotion of joint activities, addressing training needs within the membership as well as the academic field and establishment of a scholarship program.

Chair: A chair shall be selected from the board's previous year's makeup by the International President and shall remain as chair until the completion of the original three year term.

Members: The Academic Board shall consist of four members, one of whom is the Executive Director, who shall be a permanent member. The other three members of the board will each serve a three-year term. The terms shall be staggered with one new member appointed each year by the International President. The Executive Director may not be appointed chair. Appointed board members may not serve consecutive terms. At least one of the board members must be less than 35 years of age at the time of his appointment.

Reports: The Academic Board shall provide a written annual report the Board of Directors and verbal report to the Executive Committee as directed by the president of all it's plans and activities.

(2) AWARDS COMMITTEE

Purpose: The Awards Committee shall be directly responsible for the nomination of Honorary Fellow, Fellow and Benefactor candidates and their presentation to the Board of Directors for election. In addition, this committee shall coordinate all other awards distributed by other SAWE Officers or committees.

Chair: A chair shall be selected from the board's previous year's makeup by the International President and shall remain as chair until the completion of the original three-year term.

Members: The Awards Committee shall consist of at least six members, consisting of a Chair and at least five members, all of whom shall be Honorary Fellows. The terms shall be staggered with one new member appointed each year by the International President.

Reports: The Awards Committee shall be required to provide a summary written annual summary report the Board of Directors of its activities, but the nominations selected by the committee for Honorary Fellow, Fellow and Benefactor, shall be kept private until after the Awards Banquet.

(3) FINANCIAL PLANNING COMMITTEE

Purpose: The Financial Planning Committee shall serve to plan future fiscal activities for the Society, including setting annual retained earnings goals for the society, suggest dues levels, suggest conference fees, and investment strategies for the society's cash assets and the assets of the scholarship fund. The Financial Planning Committee shall be responsible for ensuring that fiscally sound long-range financial practices are employed for the Society, and, in support of that responsibility, shall prepare a five-year fiscal plan for consideration at the annual Board of Directors Meeting. The Chair of the Financial Planning Committee shall also serve as an advisor to any other Society activities involving fiscal considerations

Chair: The International President shall appoint the Chair of this Committee, and shall provide general guidance for the committee's activities. The past-Executive Director shall be the primary candidate to chair this committee

Members: The current Executive Director is a committee member, but the Chair may select other members.

Reports: Financial Planning Committee Chair shall provide a written annual report to the Board of Directors of the activities of the committee, that will include the annual and five year financial plans.

(4) STANDARDS AND PRACTICES COMMITTEE

Purpose: The Standards and Practices Committee (SPC) shall be responsible for all standards, recommended practices, guidelines, handbooks, textbooks or other documents affecting mass properties engineering requirements, procedures, and operations. This responsibility covers the full lifecycle including: development, review, approval, publication, implementation, promotion, associated training materials, interpretation and maintenance. The SPC shall provide an open, non-judgmental forum, in accordance with the SAWE anti-trust policy, for discussion of Mass Properties related issues of both technical and programmatic nature. These activities will be generally executed through subcommittees as defined in a SAWE Standard (e.g. SAWE TO-2).

Chair: Vice-President/Standards and Practices shall chair this Committee, shall be a member of the International Technical Committee and shall act as liaison officer between the Society and all government agencies.

Members: The Vice-President/Standards and Practices will appoint the chair of each subcommittee. Committee membership shall have a generally balanced representation from Government and Industry. The subcommittee chairs may conduct workshops and meetings at the Annual Conference dealing with Standards and Practices matters and issues.

Reports: The Vice-President/Standards and Practices shall provide a written annual report to the Board of Directors of the activities of the committee.

(5) MEMBERSHIP COMMITTEE

Purpose: The Membership Committee shall serve to promote and upgrade Society membership. It shall conduct an annual membership campaign to recruit new members into the Society. Purpose: The committee shall, identify, plan, coordinate execution, and publicize, projects in Mass Properties Engineering, or to support of SAWE. Execution of each project is the responsibility of the chapter that proposed the project.

Chair: The Executive Vice-President shall appoint the Membership Committee Chair and shall provide guidance for the committee's activities.

Members: Each Chapter Treasurer is a member of this committee. The Membership Committee Chair may select several members at large as members of the committee.

Reports The Executive Vice President shall write a annual status report of all current projects, started, completed and underway by each of the chapters.

(6) PROJECTS COMMITTEE

Purpose: The Projects Committee shall, identify, plan, coordinate execution, and publicize, projects in Mass Properties Engineering, or to support of SAWE. Execution of each project is the responsibility of the chapter that proposed the project.

Chair: The Executive Vice President is the chair of this committee.

Members: Each Chapter Vice President is a member of this committee. The Executive Vice President may select several members at large as members of the committee.

Reports The Executive Vice President shall write a annual status report of all current projects, started, completed and underway by each of the chapters.

(7) TECHNICAL COMMITTEE

Purpose: The Technical Committee shall organize, plan and conduct the technical sessions at the annual, to promote regional conferences, seminars and symposia on mass properties engineering, and to review the technical contents of papers and other publications of the Society,

Chair: The chair of the committee is the Vice President Technical Director who shall be appointed by the International President for a term of one year.

Members: The Technical Committee consists of the Technical Chair and Technical Committee Chair all of whom are appointed by the Vice President Technical Director. The Vice President Technical Director shall establish the exact number and function of the subcommittees and he shall appoint the chair of each subcommittee or the Technical Committee Chair. The Technical Committee Chair may only serve for six consecutive years as the chair of a particular committee. The Vice-President/Standards and Practices shall also serve as a member of the International Technical Committee.

Reports: The Vice President Technical Director shall provide a written annual report the Board of Directors of it's activities, to promote technical content at all conferences and the review technical content of society publications.

(b) International Special Committees to deal with particular issues are appointed by the International President for short-term tasks, studies or for activities that last less than 2 years but more than one month. . The life of such a committee shall terminate with the completion of the committee's assignment. Each Special committee shall develop a statement of purpose, committee rules, elect a chair, define it's membership and provide a report to the BOD at the conclusion of it's activities. If the life of the committee spans more than one year its work should rolled under the responsibility of a VP or Standing Committee.

(c) Each International Standing and Special Committee Chair shall present an Annual Status Report, preferably in writing, to the Board of Directors Meeting held at the Annual Conference.

(d) The International President shall be a member ex-officio of all International Standing and Special Committees unless otherwise specified.

3. Chapter Committees

(a) Each Chapter shall have an EXECUTIVE COMMITTEE composed of the Director, the Chapter Officers and the Chairmen of all Chapter committees. The Executive Committee shall direct the affairs of the Chapter within the provisions of these BY LAWS.

(b) The Chapter Standing Committees, their responsibilities and composition, are as follows:

(1) A Chapter MEMBERSHIP COMMITTEE shall serve to increase and upgrade the membership of the Chapter. This Committee shall process all applications for membership or for change of membership grade in the Chapter. The Chapter Treasurer shall be the Chairman of this Committee. He shall, with the concurrence of the Executive Committee, appoint sufficient committee members to assist in carrying out the duties of the Committee.

(2) A Chapter PROJECTS COMMITTEE shall serve to initiate and/or study and prosecute such projects as are recommended by Chapter members and concurred with by the Executive Committee, or which may be accepted by it from the International Projects Committee. The Chapter Vice President shall be the Chairman of the Chapter Projects Committee. He shall appoint the chairmen of the individual project subcommittees organized to carry out the duties of the Chapter Projects Committee. The International Projects Committee shall be kept informed of all new projects of International interest initiated by the Chapter Projects Committee. The Chapter Vice President shall be a member of the International Projects Committee.

(3) A Chapter MEETINGS AND PAPERS COMMITTEE shall serve to arrange for meetings and the program thereof. This Committee shall encourage the preparation and reading of technical papers concerned with the work and interest of the Society. It shall endeavor to secure speakers from various fields whose work is allied with that of the Society. The Executive Committee shall appoint the Chairman of this Committee. He shall in turn appoint such other members of the Committee, as, in his judgment, will be necessary to carry on the work of this Committee. This Committee shall, with the concurrence of the Executive Committee, sponsor such contests for the preparation of technical papers as may be desirable from time to time.

(4) A Chapter EDITORIAL COMMITTEE may be organized to publish the Chapter newsletter. This Committee shall be under the direction of a Chapter Editor who shall be appointed by the Chapter President with the concurrence of the Executive Committee. The Chapter Editor shall appoint the members of his staff.

(c) Special Chapter Committees to deal with particular problems may be appointed by the Chapter President, with the concurrence of the Executive Committee, at any time. The life of any such committee shall terminate with the completion of its assignment.

(d) The Chapter President shall be a member ex officio of all Chapter Committees unless specified.

(e) Each Committee Chairman may appoint a Committee Secretary.

4. Student Chapter Committees

(a) Each Student Chapter shall have an EXECUTIVE COMMITTEE composed of the Student Chapter Officers. The Executive Committee shall direct the affairs of the Student Chapter within the prescriptions of these By Laws and act in a liaison capacity between the Student Chapter and local Chapter and the International Officers.

ARTICLE VI - DUTIES OF OFFICERS

1. International Officers

(a) The PRESIDENT shall be the chief administrative officer of the Society and shall preside at the Annual Conference and at meetings of the Board of Directors.

(1) He shall have general supervision and direction of all officers of the Society and its committees, and shall see that their duties are properly executed. He shall appoint the International Awards Committee Chair.

(2) If at any time there shall be a vacancy in the office of Executive Director, his duties shall devolve upon the President, who may appoint, with the concurrence of the Board of Directors, other members of the Society to help him perform such duties until such time as a new Executive Director may be appointed.

(b) The EXECUTIVE VICE-PRESIDENT shall serve in the President's absence and shall fill the unexpired term of the President until such time as a new President may be appointed in accordance with Article IV, 4. (a)(8). He shall be Chair of the Projects Committee, shall appoint the Membership Committee Chair, and shall perform such other duties as may be directed by the President.

(c) The SENIOR VICE-PRESIDENT shall serve in the next higher office in the absence of either or both the Executive Vice-President and President and shall fill the unexpired term(s) until such a time as a new President and/or Executive Vice-President may be appointed in accordance with Article IV,4. (a)(8). The Senior Vice-President shall be Executive Chair of the Annual Conference Planning Committee. He shall be responsible to the Board of Directors for the maintenance of the Operations Manual and for the revision to the Society's Constitution, and shall appoint the Committee Chairmen, with Board of Directors concurrence, as required to fulfill these responsibilities.

(d) The EXECUTIVE DIRECTOR shall maintain the funds and financial records of the Society and shall receive and disburse funds as directed by the Board of Directors.

(1) He shall maintain a simple system of financial accounting and shall require receipts for all expenditures. Any commitment or expenditure of the Society funds for current operating expenses exceeding five hundred dollars (\$500) shall require prior approval of the Board of Directors. Unbudgeted expenditure of Society funds exceeding \$100 but less than \$500 shall require the concurrence of the President. He shall furnish a quarterly financial statement to the President. He shall be bonded for the sum established by the Board of Directors, the expense of such bonding to be defrayed by the Society. He shall issue and receive payment for all copies of the Society publications. He shall prepare all tax and financial statements required by the various branches of Government.

(2) He shall maintain a roster of members. He shall notify all members of results of International elections. He shall keep in a safe place all permanent property of the Society and maintain a complete and accurate record of all meetings of the Board of Directors, and forward copies to the membership. He shall prepare, and mail annually prior to 15 March, all notices for payment of dues for Company Members and Members-at-Large. He shall make quarterly reports to the President, for transmittal to the Board of Directors, of his activities. He shall maintain close contacts with all Chapters. He shall execute such other duties as are assigned by the President or by the Board of Directors.

(3) He shall maintain a complete supply of all publications of the Society and shall

disburse them at a reasonable cost to all persons who are legally entitled to receive them. He shall maintain an accurate accounting of all funds and costs pertaining thereto and submit same to the President prior to the annual meeting of the Board of Directors. A Society Librarian may be appointed by the President with concurrence by the Board of Directors, and charged with the duties specified in this paragraph.

(e) The VICE PRESIDENT/INTERNET OPERATIONS shall be responsible for the planning, execution and reporting, of all internet related activities of the society. This includes defining website content, preparing budgets, establishing contracts, and assuring quality and approving expenses.

(f) The VICE-PRESIDENT/PUBLICATIONS shall be responsible for the preparation, publication and release of the Society's Journal.

(g) The VICE-PRESIDENT/TECHNICAL DIRECTOR shall be responsible for all technical activities of the Society, including the organization of technical sessions of the Annual Conference. He shall be responsible for the review of technical content of all documents published by the Society. He shall act as Liaison Officer between other technical societies and the Society.

(h) The VICE PRESIDENT/TRAINING shall be responsible for the planning, execution and reporting, of all training for members. This includes defining class content, coordinating the preparation of class materials and textbooks, preparing budgets, establishing fees and honorariums, establishing a quality assurance program, and approving expenses.

(i) The VICE PRESIDENT/VENDOR RELATIONS shall be responsible for the planning, execution and reporting of all vendor activities for the annual international conference. This includes the interface with the chapter vendor coordinator for both international and regional conferences. He will solicit vendors for displays at the annual conference and maintain contact to insure proper forms are completed and payments are made.

(j) The VICE-PRESIDENT/STANDARDS AND PRACTICES shall lead the Standard & Practice effort of SAWE. The duties include:

- Responsibility for all interchange between SAWE, industry, SAWE Corporate Partners, government agencies, engineering or professional societies, ANSI and ISO organizations, for standards development.
- Establishing SPC operating budget and approving expenses.
- Appointing deputies and subcommittee chairs.

The Vice-President/Standards and Practices is appointed by the President for a term of 1 year, and reports to same on all matters.

(k) The BOARD OF DIRECTORS shall be responsible for conducting the business of the Society and shall be empowered to speak and act for the Society and to establish such policies and procedures as may be necessary for the welfare and progress of the Society. They shall be responsible for establishing and maintaining a sound, progressive policy for the Society. They shall represent the viewpoint of their chapter members and shall use the best of their talents to the end that the Society may grow and prosper and fulfill its high aims and purposes. The Board of Directors shall appoint a Vice-President/Technical Director, a Vice-President/Publications and an Executive Director.

2. Chapter Officers

(a) The CHAPTER PRESIDENT shall preside at all meetings of the Chapter and of the Executive Committee. He shall have general supervision and direction of all Chapter Officers and of its committees, and shall see that their duties are properly executed.

(b) The CHAPTER VICE-PRESIDENT shall preside in the absence of the Chapter President. If the Office of Chapter President becomes vacant before expiration of term, the Vice-President shall fill the unexpired term, and the office of Vice-President shall be filled by a special election. The Chapter Vice-President shall act as Chair of the Chapter Projects Committee and shall appoint the chairmen of the various Chapter Projects.

(c) The CHAPTER SECRETARY shall maintain a complete and accurate record of all Chapter meetings and all Executive Committee meetings. He shall undertake such other Chapter correspondence as directed by the Chapter President. He shall issue notices of all meetings amply in advance. He shall forward Chapter minutes and meeting notices to the Executive Director.

(d) The CHAPTER TREASURER shall issue all notices for individual membership dues for his Chapter. He shall be chair of the Chapter Membership Committee. He shall maintain an accurate roster of all members of the Chapter and shall keep the Executive Director informed of all matters relating to Chapter Membership. He shall maintain the funds and financial records of the Chapter and shall receive and disburse funds as directed by the Executive Committee. He shall maintain a simple system of financial accounts and shall require receipts for all expenditures. He shall transmit to the Executive Director all dues and fees obtained by the Chapter, less the portions thereof that are assigned to the Chapters as provided in Article VIII, 2. He shall, when directed by the Executive Committee, petition the Board of Directors for additional funds to be used for the purpose of carrying on the Chapter projects or essential business for which the Chapter funds are inadequate. He shall be a member of the International Membership Committee.

3. Student Chapter Officers

(a) The Student Chapter President shall preside at all meetings of the Student Chapter and the Executive Committee. He shall have general supervision and direction of all other Student Chapter officers and of its committees, and shall see that their duties are properly executed.

b) The Student Chapter Vice-President shall preside in the absence of the President. He shall act as chair of the Student Chapter Projects Committee and be responsible for obtaining speakers and scheduling the regular meetings. If the Office of President becomes vacant before expiration of term the Vice-President shall fill the unexpired term, and the office of Vice-President shall be filled by a special election.

(c) The Student Chapter Secretary shall maintain a complete and accurate record of all chapter meetings and all Executive Committee meetings. He shall undertake such other Chapter correspondence as directed by the Student Chapter President. He shall issue notices of all meetings in advance.

(d) The Student Chapter Treasurer shall issue all notices for individual membership dues for the Student Chapter. He shall maintain an accurate roster of all members of the Chapter and shall keep the Executive Director of the Society informed of all matters relating to Student Chapter membership. He shall maintain the funds and financial records of the Chapter and shall receive and disburse as directed by the Executive Committee of the Student Chapter. He shall maintain a simple system of financial accounts and shall require receipts of all expenditures.

(e) The Student Chapter Director will be responsible for relationships with the Local Chapter of the Society. He will be expected to attend all meetings of the Local Chapter and report on these meetings at all regularly scheduled meetings of the Student Chapter. If he is unable to attend a meeting of the local Chapter, he should secure a student member to attend in his place.

ARTICLE VII - CONFERENCES AND MEETINGS

1. International Meetings

(a) An Annual Conference shall be held as soon after 1 May as practicable.

(1) The time, place and duration of this conference shall be selected by the Board of Directors from the invitations extended to the Board by interested Chapters.

(2) The host Chapter selected shall establish a Conference Planning Committee. This committee's Chair shall be responsible to the Senior Vice-President for all matters relating to the conference.

(3) The host Chapter shall be responsible for all aspects of the conference with the exception of its technical content and vendor coordination.

(4) The host Chapter shall conduct this conference in accordance with applicable sections of the Operations Manual.

(5) The International Technical Committee shall be responsible for the technical content of the conference.

(6) The Executive Director shall be responsible for the dissemination of notices, publicity and invitations to the Annual Conference.

(b) Additional International Meetings may be held when in the judgment of Board of Directors they would be advantageous for the welfare of the Society.

(c) The Board of Directors shall meet prior to and/or during the Annual Conference for as long as necessary to effect the transaction of Society business. Additional meetings of the Board of Directors may be held at any time with the concurrence of a majority of the Board members, after proposal by any Board member. The President shall specify the time, place and duration of all meetings of the Board of Directors, subject to majority concurrence.

(d) All International Committees shall meet on call by the President with thirty (30) days notice being given except in emergency situations and subject to majority concurrence.

2. Chapter Meetings

(a) Chapter meetings shall be held at regular intervals, as specified by the Chapter Executive Committee.

(b) This Executive Committee shall meet at least every two (2) months at a time and place designated by the Chapter President.

(c) All Chapter committees shall meet on a call by the Chapter President, at least seven (7) days notice being given except in emergency situations and subject to majority concurrence.

3. Student Chapter Meetings

(a) Student Chapter meetings shall be held monthly, at a time specified by the Executive Committee.

(b) Special meetings may be called by the Executive Committee.

ARTICLE VIII - DUES AND FEES

1. Annual Dues

Society membership dues are due and payable to the Executive Director prior to 1 May of each calendar year.

(a) Membership dues shall be set by three-fourths (3/4) vote of the Board of Directors at the Annual Conference meeting. Such dues will be effective on 1 May following adoption and remain in effect until subsequent Annual Board of Directors Meeting.

(b) Dues may be submitted to the local Chapter Treasurer or to the Society. The Executive Director will reimburse chapters for the chapter portion of any dues paid directly to the Society by chapter members.

(c) Dues of members-at-large shall be submitted directly to the Executive Director.

(d) Company Members and Corporate Partners shall pay annual dues directly to the Executive Director.

2. Distribution of Dues

Seventy-five percent (75%) of dues established by the Board of Directors shall be submitted to the Executive Director by the Chapter Treasurer, and twenty-five percent (25%) shall be retained by the Chapter collecting the dues.

3. Notice of Dues

That portion of dues retained by each chapter shall be under the sole control of that Chapter.

4. Dues in Arrears

Any person whose dues are not paid by 1 June shall be so notified by the Chapter Treasurer and the Executive Director and they shall be deprived of their right to vote, hold office or receive publications of the Society. Anyone whose dues become six (6) months in arrears shall be deprived of Society membership and may be reinstated only after payment of all back dues or by payment of annual or pro-rated dues plus a reinstatement fee, set by the Board of Directors, plus the cost of any new member supplies desired.

5. Enrollment Fee

An enrollment fee shall be received from all new Members. This fee shall be set by three-fourths (3/4) vote of the Board of Directors and shall be paid to the Executive Director. The fee shall be sufficient to cover the cost of materials supplied.

(a) Student Members shall be required to pay the enrollment fee when transferring to Member grade, providing fee has not been previously paid.

6. Chapter Dues

Any Chapter may levy Chapter dues, with the concurrence of a majority of the Chapter members voting.

7. Lifetime Membership Dues

Lifetime dues will be paid directly to the member's local chapter or directly to the Executive Director in the case of members-at-large. The chapter treasurer will send 75% of the dues to international while keeping the remaining 25% to the local chapter. Changes in locale or chapter by the lifetime member would not result in any funds being transferred between chapters.

8. Company Member and Corporate Partner Dues

Company Member and Corporate Partner dues shall be reviewed annually and set by three-fourths (3/4) vote of the Board of Directors. Such dues will be effective on 1 January following approval and remain in effect until subsequent Board of Directors vote. Company Member and Corporate Partner dues are due and payable to the Executive Director prior to 1 January of each calendar year.

ARTICLE IX - ORDER OF BUSINESS

1. Board of Directors Meeting

(a) The order of business of a Board of Directors Meeting shall be:

- (1) Roll call of Directors and/or Proxies
- (2) Announce Directors voting strength
- (3) Quorum determination
- (4) Minutes of last meeting
- (5) Officers' Reports
- (6) Committees' Reports
- (7) Old business
- (8) New business
- (9) Adjournment

(b) Subsequent to the determination of a quorum, the order of business may be altered only if adherence to the order of business would result in a delay in the proceedings and the majority of the Board of Directors concurs.

2. Chapter Meetings

(a) Unless otherwise directed by the Chapter Executive Committee, the order of business at Chapter meetings shall be:

- (1) Minutes of last meeting
- (2) Reports of officers and committees
- (3) Announcements
- (4) Old business
- (5) New business
- (6) Elections
- (7) Presentation of papers
- (8) Discussion
- (9) Adjournment

ARTICLE X - PUBLICATIONS, EMBLEMS, ETC.

1. Technical Papers

The Society shall, through its International Committees and through its Chapter Editorial and its Papers and Meeting Committees, encourage and solicit the publication of technical papers on mass properties engineering at Society Annual and Regional Conferences and Government sponsored workshops. The technical papers shall be made available to members of the Society.

(a) Company Members shall receive a CD containing all technical papers and proceedings presented at the Annual Conference at no cost.

2. Stationery

The stationery of the Society shall be purchased and issued by the Executive Director.

3. Official Society Emblem

An official Society emblem and seal shall be selected and adopted by the Board of Directors.

4. Membership Cards

Official membership cards displaying the Society emblem shall be issued to all new members. Membership cards will be re-issued upon receipt of annual dues.

5. Awards of Recognition

Incoming officers may award suitable awards of recognition such as certificates, plaques or medallions to retiring officers and by retiring officers to members who performed outstanding service to the Society. Awards at the International level shall be given at the Annual Conference. Awards at the local level shall be given at the first Chapter or Student Chapter meeting after the Annual Conference.

6. Standards and Practices

SAWE shall publish Standards and Practices as they are developed. SAWE shall retain the Copyright of all documents published by the Standards and Practices Committee and subcommittees. When required, these documents can be published in collaboration with, or by, other organizations. The collaboration agreement must be signed prior to publication by the President, Executive Director and Vice-President/Standards and Practices. The agreement shall be recorded in the minutes of the next Board of Directors meeting.

ARTICLE XI - AMENDMENTS

1. By-Law Amendments

Any amendments proposed to the BY-LAWS may be submitted to the International President in a written proposal accompanied by a petition, signed by not less than fifty (50) voting members in good standing, or may be submitted by the Board of Directors.

2. Schedule for Amendment Proposal

Amendments may be proposed at any time.

3. Amendment Submittal

Proposed amendments will be submitted by the President to the Board of Directors at the earliest date possible following submittal. The Board of Directors shall examine and consider the proposed amendments and refer them to the Society membership for vote with Board recommendations.

4. Ballots for Amendments

The Executive Director shall prepare and mail all ballots and tally all votes received. Votes shall not be counted if received later than the return date as indicated on the ballot.

5. Votes Necessary

An affirmative vote of the majority of all eligible voters submitting ballots shall be necessary in order that a proposed amendment be adopted.

6. Effective Date of Amendments

Amendments as adopted shall take effect at the beginning of the fiscal year following adoption.

7. Distribution of Amended By-laws

Approved amended BY-LAWS shall be distributed to all members in good standing.

ARTICLE XII - PARLIAMENTARY AUTHORITY

1. Any procedure or debate of this Society, not governed by these BY-LAWS, shall be governed by the current edition of "Robert's Rules of Order, Newly Revised."